



HEALTH QUARTERLY STATEMENT

AS OF JUNE 30, 2017
OF THE CONDITION AND AFFAIRS OF THE

Humana Benefit Plan of Illinois, Inc.

NAIC Group Code01190119NAIC Company Code60052Employer's ID Number37-1326199
(Current)(Prior)

Organized under the Laws ofIllinois, State of Domicile or Port of EntryIL

Country of DomicileUnited States of America

Licensed as business type:Life, Accident & Health

Is HMO Federally Qualified? Yes [] No []

Incorporated/Organized06/20/1994Commenced Business02/01/1995

Statutory Home Office7915 N. Hale Ave., Ste. DPeoria, IL, US 61615
(Street and Number)(City or Town, State, Country and Zip Code)

Main Administrative Office500 West Main StreetLouisville, KY, US 40202502-580-1000
(Street and Number)(City or Town, State, Country and Zip Code)(Area Code) (Telephone Number)

Mail AddressP.O. Box 740036Louisville, KY, US 40201-7436
(Street and Number or P.O. Box)(City or Town, State, Country and Zip Code)

Primary Location of Books and Records500 West Main StreetLouisville, KY, US 40202502-580-1000
(Street and Number)(City or Town, State, Country and Zip Code)(Area Code) (Telephone Number)

Internet Website Addresswww.humana.com

Statutory Statement ContactMallory Seeker502-580-3357
(Name)(Area Code) (Telephone Number)

DOIINQUIRIES@humana.com502-580-2099
(E-mail Address)(FAX Number)

OFFICERS

President & CEO	Bruce Dale Broussard	Sr. VP & CFO	Brian Andrew Kane
VP & Corporate Secretary	Joan Olliges Lenahan	VP & Chief Actuary	Kenny Waitem Kan

OTHER

Alan James Bailey, VP & Treasurer	Elizabeth Diane Bierbower, Pres, Group Segment	Renee Jacqueline Buckingham, VP & Division Leader - Northern Division
Jonathan Albert Canine, VP & Appointed Actuary	John Gregory Catron, VP & Chief Compliance Officer	Charles Wilbur Dow Jr., Reg. Pres-Sr Products/Great Lakes Reg./Central North Region
Douglas Allen Edwards, Vice President	Jeffrey Carl Fernandez, Seg. VP, Retail West and MarketPOINT	Brian Phillip LeClaire, Ph.D., Sr. VP & Chief Information Officer
Heidi Suzanne Margulis, Sr. Vice President	Mark Matthew Matzke, VP, Group Segment Leadership	Steven Edward McCulley, SVP, Medicare Operations
Kevin Ross Meriwether, VP & Div. Leader - Southeastern Div.	Matthew George Moore, Reg. Pres.-Sr. Prods./Central North Region	William Mark Preston, VP-Investment Management
Tamara Lynn Quiram, Seg. VP & Pres., Small Business & Large Group	Richard Donald Remmers, VP, Group Segment	George Renaudin II, Seg. VP, Retail East & Provider Experience
Donald Hank Robinson, Vice President - Tax	Joseph Christopher Ventura, Vice President and Assistant Corporate Secretary	Timothy Alan Wheatley, President, Retail Segment
Ralph Martin Wilson, Vice President	Cynthia Hillebrand Zipperle, VP & Chief Accounting Officer	

DIRECTORS OR TRUSTEES

Bruce Dale Broussard	Neal Curtis Fischer M.D.	Brian Andrew Kane
Ross Alan Westreich	Timothy Alan Wheatley #	Vacancy (Illinois Resident)

State ofKentuckySS:

County ofJefferson

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Bruce Dale BroussardPresident & CEO

Joseph Christopher Ventura #VP & Corporate Secretary (Elected 7/1/2017)

Alan James BaileyVP & Treasurer

Subscribed and sworn to before me thisAugust, 2017day of

a. Is this an original filing? Yes [X] No []

b. If no,

1. State the amendment number.....

2. Date filed

3. Number of pages attached.....

Michele Sizemore
Notary Public
January 3, 2019

STATEMENT AS OF JUNE 30, 2017 OF THE Humana Benefit Plan of Illinois Inc.

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	175,208,329	0	175,208,329	149,294,497
2. Stocks:				
2.1 Preferred stocks	0	0	0	0
2.2 Common stocks	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$0 encumbrances)	0	0	0	0
4.2 Properties held for the production of income (less \$0 encumbrances)	0	0	0	0
4.3 Properties held for sale (less \$0 encumbrances)	0	0	0	0
5. Cash (\$16,175,730), cash equivalents (\$39,981,914) and short-term investments (\$49,120,010)	105,277,654	0	105,277,654	26,691,310
6. Contract loans (including \$0 premium notes)	0	0	0	0
7. Derivatives	0	0	0	0
8. Other invested assets	0	0	0	0
9. Receivables for securities	0	0	0	0
10. Securities lending reinvested collateral assets	0	0	0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	280,485,983	0	280,485,983	175,985,807
13. Title plants less \$0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	1,662,876	0	1,662,876	1,400,756
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	6,877,988	1,040,642	5,837,346	8,377,825
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$0 earned but unbilled premiums)	0	0	0	0
15.3 Accrued retrospective premiums (\$1,110,526) and contracts subject to redetermination (\$52,102,050)	53,212,576	0	53,212,576	18,813,443
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	36,474	0	36,474	11,382
16.2 Funds held by or deposited with reinsured companies	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts	706	0	706	576
17. Amounts receivable relating to uninsured plans	24,707,475	0	24,707,475	26,247,439
18.1 Current federal and foreign income tax recoverable and interest thereon	0	0	0	0
18.2 Net deferred tax asset	4,605,208	37,884	4,567,324	4,567,324
19. Guaranty funds receivable or on deposit	10	0	10	0
20. Electronic data processing equipment and software	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$0)	1,670,570	1,670,570	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates	3,087,480	0	3,087,480	2,175,183
24. Health care (\$15,195,915) and other amounts receivable	15,213,387	14,326	15,199,061	10,905,668
25. Aggregate write-ins for other than invested assets	1,589,593	1,434,302	155,291	155,695
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	393,150,326	4,197,724	388,952,602	248,641,098
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
28. Total (Lines 26 and 27)	393,150,326	4,197,724	388,952,602	248,641,098
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Prepaid Commissions	1,342,366	1,342,366	0	0
2502. Federal Contingency Reserves	155,291	0	155,291	155,695
2503. Deposits	65,800	65,800	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	26,136	26,136	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,589,593	1,434,302	155,291	155,695

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ 40,370 reinsurance ceded)	77,656,633	6,960,760	84,617,393	73,415,042
2. Accrued medical incentive pool and bonus amounts	4,113,085	0	4,113,085	1,159,302
3. Unpaid claims adjustment expenses	633,741	0	633,741	595,222
4. Aggregate health policy reserves, including the liability of \$ 0 for medical loss ratio rebate per the Public Health Service Act	2,734,482	0	2,734,482	2,457,411
5. Aggregate life policy reserves	0	0	0	0
6. Property/casualty unearned premium reserve	0	0	0	0
7. Aggregate health claim reserves	0	0	0	0
8. Premiums received in advance	72,937,150	0	72,937,150	1,619,865
9. General expenses due or accrued	2,327,637	0	2,327,637	1,036,048
10.1 Current federal and foreign income tax payable and interest thereon (including \$ 6,575 on realized gains (losses))	5,230,645	0	5,230,645	5,814,429
10.2 Net deferred tax liability	0	0	0	0
11. Ceded reinsurance premiums payable	41,779	0	41,779	11,110
12. Amounts withheld or retained for the account of others	424	0	424	409
13. Remittances and items not allocated	454,635	0	454,635	364,542
14. Borrowed money (including \$ 0 current) and interest thereon \$ 0 (including \$ 0 current)	0	0	0	0
15. Amounts due to parent, subsidiaries and affiliates	0	0	0	0
16. Derivatives	0	0	0	0
17. Payable for securities	19,984,444	0	19,984,444	0
18. Payable for securities lending	0	0	0	0
19. Funds held under reinsurance treaties (with \$ 0 authorized reinsurers, \$ 0 unauthorized reinsurers and \$ 0 certified reinsurers)	0	0	0	0
20. Reinsurance in unauthorized and certified (\$ 0) companies	0	0	0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates	0	0	0	0
22. Liability for amounts held under uninsured plans	14,916,698	0	14,916,698	404,782
23. Aggregate write-ins for other liabilities (including \$ 22,437 current)	82,700	0	82,700	0
24. Total liabilities (Lines 1 to 23)	201,114,054	6,960,760	208,074,813	86,878,162
25. Aggregate write-ins for special surplus funds	XXX	XXX	10,852,728	0
26. Common capital stock	XXX	XXX	2,500,000	2,500,000
27. Preferred capital stock	XXX	XXX	0	0
28. Gross paid in and contributed surplus	XXX	XXX	125,300,000	125,300,000
29. Surplus notes	XXX	XXX	0	0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	42,225,061	33,962,936
32. Less treasury stock, at cost:				
32.1 0 shares common (value included in Line 26 \$ 0)	XXX	XXX	0	0
32.2 0 shares preferred (value included in Line 27 \$ 0)	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	180,877,789	161,762,936
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	388,952,602	248,641,098
DETAILS OF WRITE-INS				
2301. Unclaimed Property	82,700	0	82,700	0
2302.				
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	82,700	0	82,700	0
2501. Special Surplus – Projected HCRL Assessment for the Upcoming Year	XXX	XXX	10,852,728	0
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	10,852,728	0
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	XXX	523,580	515,693	1,040,122
2. Net premium income (including \$0 non-health premium income).....	XXX	517,156,494	486,088,215	969,514,141
3. Change in unearned premium reserves and reserve for rate credits.....	XXX	0	395	653
4. Fee-for-service (net of \$0 medical expenses).....	XXX	0	0	0
5. Risk revenue	XXX	0	0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	517,156,494	486,088,610	969,514,794
Hospital and Medical:				
9. Hospital/medical benefits	34,732,426	352,687,964	319,597,684	645,738,187
10. Other professional services	0	14,096,299	15,942,517	33,448,721
11. Outside referrals	0	0	0	0
12. Emergency room and out-of-area	1,325,447	17,582,390	13,997,763	29,413,492
13. Prescription drugs	0	50,476,557	55,771,675	94,568,425
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts	0	3,604,203	48,035	1,250,054
16. Subtotal (Lines 9 to 15)	36,057,873	438,447,413	405,357,674	804,418,879
Less:				
17. Net reinsurance recoveries	0	115,485	78,012	131,860
18. Total hospital and medical (Lines 16 minus 17)	36,057,873	438,331,928	405,279,662	804,287,019
19. Non-health claims (net)	0	0	0	0
20. Claims adjustment expenses, including \$13,736,467 cost containment expenses	0	16,763,651	16,294,683	32,736,928
21. General administrative expenses	0	34,661,056	47,304,158	83,582,073
22. Increase in reserves for life and accident and health contracts (including \$0 increase in reserves for life only)	0	0	0	(3,032,000)
23. Total underwriting deductions (Lines 18 through 22).....	36,057,873	489,756,635	468,878,503	917,574,020
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	27,399,859	17,210,107	51,940,774
25. Net investment income earned	0	1,823,527	1,187,279	2,605,332
26. Net realized capital gains (losses) less capital gains tax of \$24,126	0	44,807	284,820	629,198
27. Net investment gains (losses) (Lines 25 plus 26)	0	1,868,334	1,472,099	3,234,530
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$0) (amount charged off \$0)].....	0	0	0	0
29. Aggregate write-ins for other income or expenses	0	15	(7,599)	(7,591)
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	29,268,208	18,674,607	55,167,713
31. Federal and foreign income taxes incurred	XXX	8,451,012	10,636,434	23,088,670
32. Net income (loss) (Lines 30 minus 31)	XXX	20,817,196	8,038,173	32,079,043
DETAILS OF WRITE-INS				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	0
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	0	0
2901. Miscellaneous Income / (Loss)	0	15	(7,599)	(7,591)
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	15	(7,599)	(7,591)

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
CAPITAL AND SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	161,762,936	130,375,712	130,375,712
34. Net income or (loss) from Line 32	20,817,196	8,038,173	32,079,043
35. Change in valuation basis of aggregate policy and claim reserves	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$0	5,209	0	(18,000)
37. Change in net unrealized foreign exchange capital gain or (loss)	0	0	0
38. Change in net deferred income tax	0	0	(2,048,571)
39. Change in nonadmitted assets	(1,707,552)	(1,613,794)	1,374,752
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock	0	0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles.....	0	0	0
44. Capital Changes:			
44.1 Paid in	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....	0	0	0
45. Surplus adjustments:			
45.1 Paid in	0	0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital	0	0	0
46. Dividends to stockholders	0	0	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital & surplus (Lines 34 to 47)	19,114,853	6,424,379	31,387,224
49. Capital and surplus end of reporting period (Line 33 plus 48)	180,877,789	136,800,091	161,762,936
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	557,240,552	454,204,574	965,099,725
2. Net investment income	2,793,691	1,753,026	4,060,663
3. Miscellaneous income	0	0	0
4. Total (Lines 1 to 3)	560,034,243	455,957,600	969,160,388
5. Benefit and loss related payments	428,068,120	392,411,160	793,433,794
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	33,989,443	47,826,912	123,805,840
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$106,486 tax on capital gains (losses)	9,058,922	5,617,288	17,579,479
10. Total (Lines 5 through 9)	471,116,485	445,855,360	934,819,113
11. Net cash from operations (Line 4 minus Line 10)	88,917,758	10,102,240	34,341,275
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	15,415,394	22,737,278	77,486,120
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	0
12.7 Miscellaneous proceeds	19,984,529	852,976	60,000
12.8 Total investment proceeds (Lines 12.1 to 12.7)	35,399,923	23,590,254	77,546,120
13. Cost of investments acquired (long-term only):			
13.1 Bonds	42,487,453	80,677,257	143,343,092
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	42,487,453	80,677,257	143,343,092
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(7,087,530)	(57,087,003)	(65,796,972)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied)	(3,243,884)	(4,659,074)	1,093,977
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(3,243,884)	(4,659,074)	1,093,977
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	78,586,344	(51,643,837)	(30,361,720)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	26,691,310	57,053,030	57,053,030
19.2 End of period (Line 18 plus Line 19.1)	105,277,654	5,409,193	26,691,310

Note: Supplemental disclosures of cash flow information for non-cash transactions:

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EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	87,846	0	0	30	0	0	512	87,304	0	0
2. First Quarter	87,165	0	0	39	0	0	0	87,126	0	0
3. Second Quarter	87,497	0	0	39	0	0	0	87,458	0	0
4. Third Quarter	0	0	0	0	0	0	0	0	0	0
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	523,580	0	0	229	0	0	0	523,351	0	0
Total Member Ambulatory Encounters for Period:										
7. Physician	931,926	0	0	227	0	0	578	931,121	0	0
8. Non-Physician	548,045	0	0	158	0	0	283	547,604	0	0
9. Total	1,479,971	0	0	385	0	0	861	1,478,725	0	0
10. Hospital Patient Days Incurred	143,156	0	0	15	0	0	21	143,120	0	0
11. Number of Inpatient Admissions	14,125	0	0	3	0	0	2	14,120	0	0
12. Health Premiums Written (a)	517,299,174	0	0	28,426	0	0	(8,744)	517,279,492	0	0
13. Life Premiums Direct	0	0	0	0	0	0	0	0	0	0
14. Property/Casualty Premiums Written	0	0	0	0	0	0	0	0	0	0
15. Health Premiums Earned	517,299,174	0	0	28,426	0	0	(8,744)	517,279,492	0	0
16. Property/Casualty Premiums Earned	0	0	0	0	0	0	0	0	0	0
17. Amount Paid for Provision of Health Care Services.....	428,130,604	0	0	21,674	0	0	484,448	427,624,482	0	0
18. Amount Incurred for Provision of Health Care Services	438,447,413	0	0	23,393	0	0	(11,912)	438,435,932	0	0

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$517,279,492

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

[illegible]

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UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	0	0	0	0	0	0
2. Medicare Supplement	4,075	17,599	359	7,166	4,434	5,806
3. Dental Only	0	0	0	0	0	0
4. Vision Only	0	0	0	0	0	0
5. Federal Employees Health Benefits Plan	484,448	0	58,380	0	542,828	585,670
6. Title XVIII - Medicare	57,331,503	369,554,983	2,979,812	81,571,676	60,311,315	72,823,566
7. Title XIX - Medicaid	0	0	0	0	0	0
8. Other health	0	0	0	0	0	0
9. Health subtotal (Lines 1 to 8)	57,820,026	369,572,582	3,038,551	81,578,842	60,858,577	73,415,042
10. Healthcare receivables (a)	12,858	15,197,383	0	0	12,858	11,343,007
11. Other non-health	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts	0	650,420	0	4,113,085	0	1,159,302
13. Totals (Lines 9-10+11+12)	57,807,168	355,025,619	3,038,551	85,691,927	60,845,719	63,231,337

(a) Excludes \$ 0 loans or advances to providers not yet expensed.

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

The financial statements of the Company are presented on the basis of accounting practices prescribed or permitted by the Illinois Department of Insurance.

The Illinois Department of Insurance recognizes only statutory accounting practices prescribed or permitted by the State of Illinois for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Illinois Insurance Law. The National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures manual (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Illinois. The Commissioner of Insurance has the right to permit other specific practices that deviate from prescribed practices. No deviations from the Codification currently exist.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Illinois is shown below:

	SSAP #	F/S Page	F/S Line #	2017	2016
Net Income					
1. Humana Benefit Plan of Illinois, Inc. Illinois basis	xxx	xxx	xxx	\$ 20,817,196	\$ 32,079,043
2. State Prescribed Practices that is an increase/(decrease) NAIC SAP				-	-
3. State Permitted Practices that is an increase/(decrease) NAIC SAP				-	-
4. NAIC SAP	xxx	xxx	xxx	\$ <u>20,817,196</u>	\$ <u>32,079,043</u>
Surplus					
5. Humana Benefit Plan of Illinois, Inc. Illinois basis	xxx	xxx	xxx	\$ 180,877,789	\$ 161,762,936
6. State Prescribed Practices that is an increase/(decrease) NAIC SAP				-	-
7. State Permitted Practices that is an increase/(decrease) NAIC SAP				-	-
8. NAIC SAP	xxx	xxx	xxx	\$ <u>180,877,789</u>	\$ <u>161,762,936</u>

On July 2, 2015, Humana entered into an Agreement and Plan of Merger, which is referred to herein as the Merger Agreement, with Aetna Inc. and certain wholly owned subsidiaries of Aetna Inc., (Aetna), which sets forth the terms and conditions under which Humana agreed to merge with, and become a wholly owned subsidiary of Aetna.

The Merger was subject to customary closing conditions, including, among other things, the expiration or termination of the applicable waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, the receipt of necessary approvals under state insurance and healthcare laws and regulations pursuant to certain licenses of certain Humana subsidiaries, and the absence of legal restraints and prohibitions on the consummation of the Merger.

On December 22, 2016, in order to extend the "End Date" (as defined in the Merger Agreement), Aetna and Humana each agreed to waive until 11:59 p.m. (Eastern time) on February 15, 2017 its right to terminate the Merger Agreement due to a failure of the Mergers to have been completed on or before December 31, 2016.

On July 21, 2016, the U.S. Department of Justice (DOJ) and the attorneys general of certain U.S. jurisdictions filed a civil antitrust complaint in the U.S. District Court for the District of Columbia against Humana and Aetna, alleging that the Merger would violate Section 7 of the Clayton Antitrust Act and seeking a permanent injunction to prevent the Merger from being completed. On January 23, 2017, the Court ruled in favor of the DOJ and granted a permanent injunction of the proposed transaction. On February 14, 2017, Humana and Aetna agreed to mutually terminate the Merger Agreement, as Humana's Board determined that an appeal of the Court's ruling would not be in the best interest of its stockholders. Under terms of the Merger Agreement, Humana received a breakup fee of \$1 billion on February 16, 2017.

B. Use of Estimates in the Preparation of the Financial Statements

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. These estimates are based on knowledge of current events and anticipated future events, and accordingly, actual results could differ from those estimates.

C. Accounting Policy

Premiums are reported as earned in the period in which members are entitled to receive services, and are net of retroactive membership adjustments. Retroactive membership adjustments result from enrollment changes not yet processed, or not yet reported by an employer group or the government. Premiums received prior to such period are recorded as advance premiums.

Benefits incurred and loss adjustment expenses include claim payments, capitation payments, pharmacy costs net of rebates, allocations of certain centralized expenses, legal and administrative costs to settle claims, and various other costs incurred to provide health insurance coverage to members, as well as estimates of future payments to hospitals and others for medical care provided prior to the date of the statements of admitted assets, liabilities and surplus. Capitation payments represent monthly contractual fees disbursed to participating primary care physicians, and other providers who are responsible for providing medical care to members. Pharmacy costs represent payments for members' prescription drug benefits, net of rebates from drug manufacturers.

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

In addition, the Company uses the following accounting policies:

- (1) Short-term investments include investments mainly in U.S. Government obligations with a maturity of twelve months or less from the date of purchase. Short-term investments are recorded at amortized cost. The carrying value of short-term investments approximates fair value due to the short-term maturities of the investments.
- (2-4) Investments are valued and classified in accordance with methods prescribed by the NAIC. Bonds with an NAIC rating of 1 or 2 are carried at amortized cost, with all other bonds being recorded at the lower of amortized cost or fair value; redeemable preferred stocks are carried at amortized cost; and non-redeemable preferred stocks are carried at fair value. Common stocks are carried at fair value.

The Company regularly evaluates investment securities for impairment. For all securities other than loan-backed and structured securities, the Company considers factors affecting the investee, factors affecting the industry the investee operates within, and general debt and equity market trends. The Company also considers the length of time an investment's fair value has been below carrying value, the near term prospects for recovery to carrying value, and the Company's intent and ability to hold the investment until maturity or market recovery is realized. If and when a determination is made that a decline in fair value below the cost basis is other-than-temporary, the related investment is written down to its estimated fair value through earnings.

Amortization of bond premium or discount is computed using the scientific interest method.

Income from investments is recorded on an accrual basis. For the purpose of determining realized gains and losses, the cost of securities sold is based upon specific identification. Investment income due and accrued over 90 days past due is nonadmitted.

- (5) Not Applicable.
- (6) For loan backed and structured securities where the securities fair value is less than the amortized cost, the Company considers several factors to determine if the security's impairment is other-than-temporary. If the Company has the intent to sell the security or if the Company does not have the intent and ability to retain the security until recovery of its fair value, the related investment is written down to its estimated fair value through earnings. If, however, the Company has the intent and ability to retain the security until recovery of its fair value, the Company considers factors affecting the investee, factors affecting the industry the investee operates within, and general debt and equity market trends. The Company also considers the length of time an investment's fair value has been below carrying value and the near term prospects for recovery to carrying value. If the determination is made, based on these factors, that the Company does expect to recover the entire amortized cost of the security, then an other-than-temporary impairment has not occurred. If, however, the determination is made that the Company does not expect to recover the entire amortized cost of the security based on the factors noted above, the Company recognizes a realized loss in earnings for the non-interest related decline. No loss is recognized for the interest impairment.
- (7) Not Applicable.
- (8) Not Applicable.
- (9) Not Applicable.
- (10-11) The estimates of future medical benefit payments are developed using actuarial methods and assumptions based upon claim payment patterns, medical cost inflation, historical development such as claim inventory levels and claim receipt patterns, and other relevant factors. Corresponding administrative costs to process outstanding claims are estimated and accrued. Estimates of future payments relating to services incurred in the current and prior periods are continually reviewed by management and adjusted as necessary.

The Company assesses the profitability of its contracts for providing health insurance coverage to its members when current operating results or forecasts indicate probable future losses. The Company records a premium deficiency liability in current operations to the extent that the sum of expected future medical costs, claim adjustment expenses and maintenance costs exceed related future premiums. Investment income is not contemplated in the calculation of the premium deficiency liability.

Management believes the Company's benefits payable and loss adjustment expense are adequate to cover future claims and loss adjustment expense payments required, however, such estimates are based on knowledge of current events and anticipated future events and, therefore, the actual liability could differ from the amounts provided.

- (12) The Company has not modified its capitalization policy from the prior period.

Equipment is stated at cost less accumulated depreciation. Depreciation expense is computed using the straight-line method over estimated useful lives generally ranging from three to five years. Improvements to leased facilities are depreciated over the shorter of the remaining lease term or the anticipated life of the improvement.

The Company recognizes an asset or liability for the deferred tax consequences of temporary differences between the tax bases of assets or liabilities and their reported amounts in the financial statements. The temporary differences will result in taxable or deductible amounts in future years when the reported amounts of the assets or liabilities are recovered or settled.

- (13) The Company estimates anticipated Pharmacy Rebate Receivables using the analysis of historical recovery patterns.
- (14) Not Applicable.

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

(15) Not Applicable.

D. Going Concern

Effective December 31, 2016, the Company adopted revisions to SSAP No. 1, *Accounting Policies, Risks & Uncertainties, and Other Disclosures* (SSAP No. 1). The revisions require management of the Company to evaluate whether there is substantial doubt about the Company’s ability to continue as a going concern and provide certain disclosures if substantial doubt exists. Management of the Company has completed its evaluation of the Company and determined that there is no substantial doubt about its ability to continue as a going concern.

2. Accounting Changes and Corrections of Errors

Not Applicable.

3. Business Combinations and Goodwill

A. Statutory Purchase Method

Not Applicable.

B. Statutory Merger

Not Applicable.

C. Assumption Reinsurance

Not Applicable.

D. Impairment Loss

Not Applicable.

4. Discontinued Operations

Not Applicable.

5. Investments

A. Mortgage Loans, Including Mezzanine Real Estate Loans

Not Applicable.

B. Debt Restructuring

Not Applicable.

C. Reverse Mortgages

Not Applicable.

D. Loan-Backed Securities

(1) Prepayment assumptions for mortgage-backed/loan-backed and structured securities were obtained from industry market sources.

(2) Not Applicable.

(3) Not Applicable.

(4) The Company does not have any investments in an other-than-temporary impairment position at June 30, 2017.

Gross unrealized losses and related fair value of temporarily impaired securities that have been in a continuous unrealized loss position were as follows at June 30, 2017:

(a) The aggregate amount of unrealized losses:

1. Less than Twelve Months	\$	(392,220)
2. Twelve Months or Longer	\$	-

(b) The aggregate related fair value of securities with unrealized losses:

1. Less than Twelve Months	\$	23,228,369
2. Twelve Months or Longer	\$	-

(5) Unrealized losses are primarily due to increases in market interest rates and tighter liquidity conditions in the current markets than when the securities were purchased. All issuers of securities trading at an unrealized loss remain current on all contractual payments and the Company believes it is probable that all amounts due according to the contractual terms of the debt securities are collectible. After taking into account these and other factors, including the severity of the decline and the Company’s ability and intent to hold these securities until recovery or maturity, the Company determined the unrealized losses on these investment securities were temporary and, as such, no impairment was required.

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

E. Repurchase Agreements and/or Securities Lending Transactions

- (1) The Company has no repurchase agreements or securities lending transactions.
- (2) The Company has not pledged any of its assets as collateral.
- (3-7) Not Applicable.

F. Real Estate

Not Applicable.

G. Low-Income Housing Tax Credits (LIHTC)

Not Applicable.

H. Restricted Assets

(1) Restricted Assets (Including Pledged)

	1	2	3	4	5	6	7
Restricted Asset Category	Total Gross (Admitted & Nonadmitted) Restricted from Current Year	Total Gross (Admitted & Nonadmitted) Restricted from Prior Year	Increase/ (Decrease) (1 minus 2)	Total Current Year Nonadmitted Restricted	Total Current Year Admitted Restricted (1 minus 4)	Percentage Gross (Admitted & Nonadmitted) Restricted to Total Assets	Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	\$ -	\$ -	\$ -	\$ -	\$ -	-%	-%
b. Collateral held under security lending agreements	-	-	-	-	-	-	-
c. Subject to repurchase agreements	-	-	-	-	-	-	-
d. Subject to reverse repurchase agreements	-	-	-	-	-	-	-
e. Subject to dollar repurchase agreements	-	-	-	-	-	-	-
f. Subject to dollar reverse repurchase agreements	-	-	-	-	-	-	-
g. Placed under option contracts	-	-	-	-	-	-	-
h. Letter stock or securities restricted to sale – excluding FHLB capital stock	-	-	-	-	-	-	-
i. FHLB capital stock	-	-	-	-	-	-	-
j. On deposit with states	3,309,693	3,225,196	84,497	-	3,309,693	0.84%	0.85%
k. On deposit with other regulatory bodies	-	-	-	-	-	-	-
l. Pledged collateral to FHLB (including assets backing funding agreements)	-	-	-	-	-	-	-
m. Pledged as collateral not captured in other categories	-	-	-	-	-	-	-
n. Other restricted assets	-	-	-	-	-	-	-
o. Total Restricted Assets	\$ 3,309,693	\$ 3,225,196	\$ 84,497	-	\$ 3,309,693	0.84%	0.85%

(2) Detail of Assets Pledged as Collateral Not Captured in Other Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

Not Applicable.

(3) Detail of Other Restricted Assets Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

Not Applicable.

(4) Collateral Received and Reflected as Assets Within the Reporting Entity’s Financial Statements

Not Applicable.

I. Working Capital Finance Investments

Not Applicable.

J. Offsetting and Netting of Assets and Liabilities

Not Applicable.

K. Structured Notes

Not Applicable.

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

L. 5* Securities

Not Applicable.

M. Short Sales

Not Applicable.

N. Prepayment Penalty and Acceleration Fees

Not Applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

A. The Company has no investments in Joint Ventures, Partnerships or Limited Liability Companies that exceed 10.0 percent of its admitted assets.

B. The Company did not recognize any impairment write down for its investments in Joint Ventures, Partnerships and Limited Liability Companies during the statement periods.

7. Investment Income

A. Due and accrued income was excluded from surplus on the following basis:

All investment income due and accrued with amounts that are over 90 days past due with the exception of mortgage loans in default.

B. The total amount excluded was \$0.

8. Derivative Instruments

Not Applicable.

9. Income Taxes

No material change since year-end December 31, 2016.

10. Information Concerning Parent, Subsidiaries and Affiliates

A.-F. The Company has several management contracts with Humana Inc. and other related parties whereby the Company is provided with medical and executive management, information systems, claims processing, billing and enrollment, and telemarketing and other services as required by the Company. Management fees charged to operations for the years ended December 31, 2016 and 2015 were \$96,560,031 and \$49,147,735, respectively. As a part of this agreement, the Company makes cash disbursements on behalf of the Company which includes, but is not limited to, medical related items, general and administrative expenses, commissions and payroll. Humana Inc. is reimbursed by the Company weekly, based upon historical pattern of amounts and timing. Each month, these estimates are adjusted to ultimately settle upon actual disbursements made on behalf of the Company. The Company continues to be primarily liable for any outstanding payments made on behalf of the Company, should Humana Inc. not be able to fulfill its obligations.

No dividends were paid by the Company as of June 30, 2017.

At June 30, 2017, the Company reported \$3,087,480 due from Humana Inc. Amounts due to or from parent are generally settled within 30 days.

G. All outstanding shares of the Company are owned by the Parent Company.

H. Not Applicable.

I. Not Applicable.

J. Not Applicable.

K. Not Applicable.

L. Not Applicable.

M. Not Applicable.

N. Not Applicable.

11. Debt

A. Debt Including Capital Notes

The Company has no debentures outstanding.

The Company has no capital notes outstanding.

The Company does not have any reverse repurchase agreements.

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

B. Federal Home Loan Bank (FHLB) Agreements

The Company does not have any FHLB agreements.

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

A.-D. Defined Benefit Plans

Not Applicable.

E. Defined Contribution Plans

Not Applicable.

F. Multiemployer Plans

Not Applicable.

G. Consolidated/Holding Company Plans

No material change since year-end December 31, 2016.

H. Postemployment Benefits and Compensated Absences

Not Applicable.

I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)

Not Applicable.

13. Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

(1) The Company has \$25 par value common stock with 100,000 shares authorized and 100,000 shares issued and 100,000 outstanding. All shares are common stock shares.

(2) The Company has no preferred stock outstanding.

(3-5) Dividends and returns of capital to shareholders are noncumulative and are paid as determined by the Board of Directors. In accordance with the Illinois Department of Insurance statutes, the maximum amount which can be paid by the Company to shareholders without prior approval by the Illinois Department of Insurance is the greater of 10% of unassigned funds or net income from the prior year. Based on these restrictions, the Company is permitted to pay a maximum dividend or return of capital to shareholders of approximately \$32,070,000 in 2017 without prior regulatory approval.

Within the limitations above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.

No dividends were paid by the Company as of June 30, 2017.

(6) There were no restrictions placed on the Company's surplus, including for whom the surplus is being held.

(7) Not Applicable.

(8) Not Applicable.

(9) Changes in balances of special surplus funds from the prior year is due to the estimated health insurance industry fee that will be payable on September 30, 2018.

(10) The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses is \$5,209.

(11) Not Applicable.

(12) Not Applicable.

(13) Not Applicable.

14. Liabilities, Contingencies and Assessments

A. Contingent Commitments

Not Applicable.

B. Assessments

Penn Treaty is a financially distressed unaffiliated long-term care insurance company. On March 1, 2017, the Pennsylvania Commonwealth Court approved the liquidation of Penn Treaty. Under state guaranty assessment laws, including those related to state cooperative failures in the industry, the Company may be assessed (up to prescribed limits) for certain obligations to the policyholders and claimants of insolvent insurance companies that write the same line or lines of business as the Company. This court ruling triggered a guarantee fund assessment for the Company in the first quarter of 2017. Based on current information, the assessment is estimated at approximately \$3,267,655. The Company has also recognized an asset for premium tax credits associated with the assessment of \$10, which are

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

expected to be realized over the next 5 years. While the ultimate payment timing and associated recovery is currently unknown, the Company anticipates that the majority of the assessments will be paid within the next 5 years.

- a) Discount rate applied: 3.50%
- b) The Undiscounted and Discounted Amount of the Guaranty Fund assessments and Related Assets by Insolvency:

Name of the Insolvency	Guaranty Fund Assessment		Related Assets	
	Undiscounted	Discounted	Undiscounted	Discounted
Penn Treaty	\$ 4,655,498	\$ 3,267,655	\$ 16	\$ 10

- c) Number of Jurisdictions, Ranges of Years Used to Discount and Weighted Average Number of Years of the Discounting Time Period for Payables and Recoverables by Insolvency:

Name of the Insolvency	Payables			Recoverables		
	Number of Jurisdictions	Range of Years	Weighted Average Number of Years	Number of Jurisdictions	Range of Years	Weighted Average Number of Years
Penn Treaty	3 states	1 to 70 years	12.76 years	1 state	1 to 5 years	5 years

- C. Gain Contingencies
Not Applicable.
- D. Claims related extra contractual obligation and bad faith losses stemming from lawsuits
Not Applicable.
- E. Joint and Several Liabilities
Not Applicable.
- F. All Other Contingencies

During the ordinary course of business, the Company is subject to pending and threatened legal actions. Management of the Company does not believe that any of these actions will have a material adverse effect on the Company’s surplus, results of operations or cash flows. However, the likelihood or outcome of current or future legal proceedings cannot be accurately predicted, and they could adversely affect the Company’s surplus, results of operations and cash flows.

The Company is not aware of any other material contingent liabilities as of June 30, 2017.

- 15. Leases
No material change since year-end December 31, 2016.
- 16. Information about Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk
The Company has no investment in Financial Instruments with Off-Balance Sheet Risk or Concentrations of Credit Risk.
- 17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities
 - A. Transfers of Receivables Reported as Sales
Not Applicable
 - B. Transfer and Servicing of Financial Assets
Not Applicable.
 - C. Wash Sales
Not Applicable.
- 18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans
 - A. ASO Plans
Not Applicable.
 - B. ASC Plans
Not Applicable.

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NOTES TO THE FINANCIAL STATEMENTS

C. Medicare or Other Similarly Structured Cost Based Reimbursement Contract

- (1) The Company records no revenue explicitly attributable to the cost share and reinsurance components of its Medicare or other similarly structured cost based reimbursement contracts.
- (2) As of June 30, 2017, the Company has recorded a receivable from CMS of \$24,707,475 related to the cost share and reinsurance components of administered Medicare products. The Company does not have any additional receivables greater than 10% of the Company’s accounts receivable from uninsured accident and health plans or \$10,000.
- (3) As no revenue is recorded in connection with the cost share and reinsurance components of the Company’s Medicare or other similarly structured cost based reimbursement contracts, the Company has recorded no allowances and reserves for adjustment of recorded revenues and receivables.
- (4) The Company has made no adjustment to revenue resulting from audit of receivables related to revenues recorded in the prior period.

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

Not Applicable.

20. Fair Value Measurements

A. (1) The fair value of financial assets at June 30, 2017 were as follows:

	Level 1	Level 2	Level 3	Total
a. Assets at fair value				
Bonds				
U.S. governments	\$ -	\$ -	\$ -	\$ -
Tax-exempt municipal	-	-	-	-
Residential mortgage-backed	-	-	-	-
Corporate debt securities	-	1,586,249	-	1,586,249
Total bonds	-	1,586,249	-	1,586,249
Total assets at fair value	\$ -	\$ 1,586,249	\$ -	\$ 1,586,249
b. Liabilities at fair value	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

The Company reports transfers between Level 1 and Level 2 of the fair value hierarchy levels at the end of the reporting period. There were no transfers between Level 1 and Level 2 of the fair value hierarchy between December 31, 2016 and June 30, 2017.

(2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

Not Applicable.

- (3) The Company reports transfers into or out of Level 3 of the fair value hierarchy levels at the end of the reporting period. There were no transfers into or out of Level 3 of the fair value hierarchy levels between December 31, 2016 and June 30, 2017.
- (4) Fair value of actively traded debt securities are based on quoted market prices. Fair value of other debt securities are based on quoted market prices of identical or similar securities or based on observable inputs like interest rates generally using a market valuation approach, or, less frequently, an income valuation approach and are generally classified as Level 2. The Company generally obtains one quoted price for each security from a third party pricing service. These prices are generally derived from recently reported trades for identical or similar securities, including adjustments through the reporting date based upon observable market information. When quoted prices are not available, the third party pricing service may use quoted market prices of comparable securities or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include benchmark yields, reported trades, credit spreads, broker quotes, default rates and prepayment speeds. The Company is responsible for the determination of fair value and as such, the Company performs analysis on the prices received from the third party pricing service to determine whether the prices are reasonable estimates of fair value. The Company’s analysis includes a review of monthly price fluctuations as well as a quarterly comparison of the prices received from the pricing service to prices reported by the Company’s third party investment advisor. Based on the Company’s internal price verification procedures and review of fair value methodology documentation provided by the third party pricing service, there were no material adjustments to the prices obtained from the third party pricing service during the quarter ended June 30, 2017.

(5) Derivative Fair Values

Not Applicable.

B. Other Fair Value Disclosures

Not Applicable.

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

C. Fair Values for All Financial Instruments by Levels 1, 2 and 3

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds, short-term investments and cash equivalents	\$ 263,595,088	\$ 264,310,253	\$ 88,549,318	\$ 175,045,770	\$ -	\$ -
Total	\$ 263,595,088	\$ 264,310,253	\$ 88,549,318	\$ 175,045,770	\$ -	\$ -

D. Financial Instruments for which Not Practicable to Estimate Fair Values

Not Applicable.

21. Other Items

A. Extraordinary Items

Not Applicable.

B. Troubled Debt Restructuring: Debtors

Not Applicable.

C. Other Disclosures and Unusual Items

Not Applicable.

D. Business Interruption Insurance Recoveries

Not Applicable.

E. State Transferable and Non-transferable Tax Credits

Not Applicable.

F. Subprime Mortgage Related Risk Exposure

(1) The Company consults with its external investment managers to assess its subprime mortgage related risk exposure. Certain characteristics are utilized to determine if a mortgage-backed security has subprime exposure. The main characteristics reviewed when determining this are the collateral and structure of the security, the loan purpose, loan documentation, occupancy, geographical location, loan size and type. Subprime mortgage borrowers typically have lower credit scores, lower loan balances and higher loan-to-values than other conforming loans. Management’s practices include reviewing quantitative and qualitative credit models that analyze loan-level collateral composition, historical underwriter performance trends, the impact of macroeconomic factors, and issuer risks; as well as reviewing the estimation of security cash flows and monthly model calibrations.

(2) Direct exposure through investments in sub-prime mortgage loans.

The Company has no direct exposure through investment to sub-prime mortgage loans.

(3) Direct exposure through other investments:

- a. Residential mortgage backed securities – No substantial exposure noted.
- b. Commercial mortgage backed securities – No substantial exposure noted.
- c. Collateralized debt obligations – No substantial exposure noted.
- d. Structured securities – No substantial exposure noted.
- e. Equity investment in SCAs – No substantial exposure noted.
- f. Other assets – No substantial exposure noted.
- g. Total – No substantial exposure noted.

(4) Underwriting exposure to sub-prime mortgage risk through Mortgage Guaranty coverage, Financial Guaranty coverage, Directors and Officers liability coverage, or Errors and Omissions liability coverage.

Not Applicable.

Classification of mortgage related securities is primarily based on information from outside data services, including rating agency actions. When considering our exposure, the Company evaluated the percentage of full documentation loans, percent of owner occupied properties, FICO scores, average margin for ARM loans, percent of loans with prepayment penalties, the existence of non-traditional underwriting standards, among other factors.

G. Retained Assets

Not Applicable.

H. Insurance Linked Securities

Not Applicable.

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NOTES TO THE FINANCIAL STATEMENTS

22. Events Subsequent

The Company is not aware of any events or transactions occurring subsequent to the close of the books for this statement which may have a material effect on its financial condition. Subsequent events have been considered through August 07, 2017 for the Statutory Statement issued on August 07, 2017.

23. Reinsurance

A. Ceded Reinsurance Report

Section 1 – General Interrogatories

- (1) Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10.0 percent or controlled, either directly or indirectly, by the company or by any representative, officer, trustee, or director of the company?

Yes () No (X)

- (2) Have any policies issued by the company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10.0 percent or controlled directly or indirectly by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business?

Yes () No (X)

Section 2 – Ceded Reinsurance Report – Part A

- (1) Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?

Yes () No (X)

- (2) Does the reporting entity have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?

Yes () No (X)

Section 3 – Ceded Reinsurance Report – Part B

- (1) What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the company may consider the current or anticipated experience of the business reinsured in making this estimate. \$0

- (2) Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the company as of the effective date of the agreement?

Yes () No (X)

B. Uncollectible Reinsurance

Not Applicable.

C. Commutation of Ceded Reinsurance

Not Applicable.

D. Certified Reinsurer Rating Downgraded or Status Subject to Revocation

Not Applicable.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

- A. The Company estimates accrued retrospective premium adjustments for its Medicare business through a mathematical approach using an algorithm based upon settlement procedures defined by contracts with CMS.

The Company estimates accrued retrospective premium adjustments for its Commercial business based on experience to date, knowledge of the marketplace, and the terms of the risk corridors program with HHS.

- B. The Company records accrued retrospective premium as an adjustment to earned premiums.

- C. The amount of net premiums written by the Company at June 30, 2017 that are subject to retrospective rating features was \$517,128,068, or 99.99% of the total net premiums written. No other net premiums written by the Company are subject to retrospective rating features.

STATEMENT AS OF June 30, 2017 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

D. Medical loss ratio rebates required pursuant to the Public Health Service Act

	Individual	Small Group Employer	Large Group Employer	Other Categories with rebates	Total
Prior Reporting Year:					
Medical loss ratio rebates incurred	\$ -	\$ -	\$ (653)	\$ -	\$ (653)
Medical loss ratio rebates paid	-	-	-	-	-
Medical loss rebates unpaid	-	-	-	-	-
Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	-
Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	-
Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ -
Current Reporting Year-to-date:					
Medical loss ratio rebates incurred	\$ -	\$ -	\$ -	\$ -	\$ -
Medical loss ratio rebates paid	-	-	-	-	-
Medical loss rebates unpaid	-	-	-	-	-
Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	-
Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	-
Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ -

E. Risk Sharing Provisions of the Affordable Care Act

Not Applicable.

25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves as of December 31, 2016 were \$74,010,264. As of June 30, 2017, \$69,229,814 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$3,061,308 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$1,719,142 favorable prior-year development since December 31, 2016. The decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims. The amounts presented in this footnote exclude any impact related to Pharmacy Rebates and other Healthcare Receivable activity. Impact of such receivables can be seen in Footnote 28. The Company did not experience any material prior year claim development on retrospectively rated policies..

26. Intercompany Pooling Arrangements

Not Applicable.

27. Structured Settlements

The Company has no structured settlements.

28. Health Care Receivables

A. Pharmaceutical Rebate Receivables

Quarter	Estimate Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More than 181 Days after Billing
12/31/2017	\$ -	\$ -	\$ -	\$ -	\$ -
9/30/2017	-	-	-	-	-
6/30/2017	15,205,890	15,205,890	-	-	-
3/31/2017	15,180,015	15,180,015	15,178,538	-	-
12/31/2016	10,919,064	10,919,064	10,918,886	177	-
9/30/2016	10,837,783	10,837,783	10,837,092	-	691
6/30/2016	9,489,041	9,489,041	9,476,192	-	-
3/31/2016	8,083,506	8,083,506	8,075,965	-	7,541
12/31/2015	6,676,645	6,676,645	6,676,645	87,493	13,357
9/30/2015	7,917,303	7,917,303	7,907,700	3,475	6,128
6/30/2015	6,123,535	6,123,535	6,115,745	-	7,790
3/31/2015	3,884,247	3,884,247	3,880,383	-	3,863

B. Risk Sharing Receivables

No material change since year-end December 31, 2016.

29. Participating Policies

The Company has no participating policies.

30. Premium Deficiency Reserves

Not Applicable.

31. Anticipated Salvage and Subrogation

Not Applicable.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [] No [X]

1.2

If yes, has the report been filed with the domiciliary state?

Yes [] No []

2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [] No [X]

2.2

If yes, date of change:

3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?
If yes, complete Schedule Y, Parts 1 and 1A.

Yes [X] No []

3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes [] No [X]

3.3

If the response to 3.2 is yes, provide a brief description of those changes.

4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [] No [X]

4.2

If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?
If yes, attach an explanation.
No

Yes [] No [X] N/A []

6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2015

6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2015

6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

06/13/2017

6.4

By what department or departments?
Illinois Department of Insurance

6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes [X] No [] N/A []

6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes [X] No [] N/A []

7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes [] No [X]

7.2

If yes, give full information:

8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [] No [X]

8.2

If response to 8.1 is yes, please identify the name of the bank holding company.

8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [] No [X]

8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [X] No []
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended?

Yes [X] No []
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
Revised based on general policy and regulatory changes
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes [X] No []
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:

\$.....3,087,480

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [] No [X]
- 11.2

If yes, give full and complete information relating thereto:
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$.....0
13.

Amount of real estate and mortgages held in short-term investments:

\$.....0
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [] No [X]
- 14.2

If yes, please complete the following:
- | | 1 | 2 |
|---|---|--|
| | Prior Year-End
Book/Adjusted
Carrying Value | Current Quarter
Book/Adjusted
Carrying Value |
| 14.21 Bonds | \$.....0 | \$.....0 |
| 14.22 Preferred Stock | \$.....0 | \$.....0 |
| 14.23 Common Stock | \$.....0 | \$.....0 |
| 14.24 Short-Term Investments | \$.....0 | \$.....0 |
| 14.25 Mortgage Loans on Real Estate | \$.....0 | \$.....0 |
| 14.26 All Other | \$.....0 | \$.....0 |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$.....0 | \$.....0 |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above | \$.....0 | \$.....0 |
- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [] No [X]
- 15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?
If no, attach a description with this statement.

Yes [] No []

STATEMENT AS OF JUNE 30, 2017 OF THE Humana Benefit Plan of Illinois Inc.

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2.

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2.

16.3 Total payable for securities lending reported on the liability page.
- \$

\$

\$
- 0

0

0

17. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?
- Yes
- [X]
- No
- []

- 17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
JP Morgan Chase	4 Metro Tech Center, 16th Floor Mail Code: NY1-C512, Brooklyn, NY 11245, Attn: Barbara J. Walsh

- 17.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?
- Yes
- []
- No
- [X]

- 17.4 If yes, give full information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

- 17.5 Investment management – Identify all investment advisors, investment managers, broker/dealers, including individuals that have the authority to make investment decisions on behalf of the reporting entity. For assets that are managed internally by employees of the reporting entity, note as such. ["...that have access to the investment accounts"; "...handle securities"]

1 Name of Firm or Individual	2 Affiliation
BLACKROCK FINANCIAL MANAGEMENT, INC	U
W. Mark Preston	I

- 17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's assets?
- Yes
- [X]
- No
- []

- 17.5098 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 17.5, does the total assets under management aggregate to more than 50% of the reporting entity's assets?
- Yes
- [X]
- No
- []

- 17.6 For those firms or individuals listed in the table for 17.5 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
107105	BLACKROCK FINANCIAL MANAGEMENT, INC	549300LVXY1VJKE13M84	The SEC	DS

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed?
- Yes
- [X]
- No
- []
- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
- 1.1 A&H loss percent

87.4 %
- 1.2 A&H cost containment percent

2.7 %
- 1.3 A&H expense percent excluding cost containment expenses

7.3 %
- 2.1 Do you act as a custodian for health savings accounts?

Yes [] No [X]
- 2.2 If yes, please provide the amount of custodial funds held as of the reporting date

\$0
- 2.3 Do you act as an administrator for health savings accounts?

Yes [] No [X]
- 2.4 If yes, please provide the balance of the funds administered as of the reporting date

\$0

STATEMENT AS OF JUNE 30, 2017 OF THE Humana Benefit Plan of Illinois Inc.

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

[illegible]

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

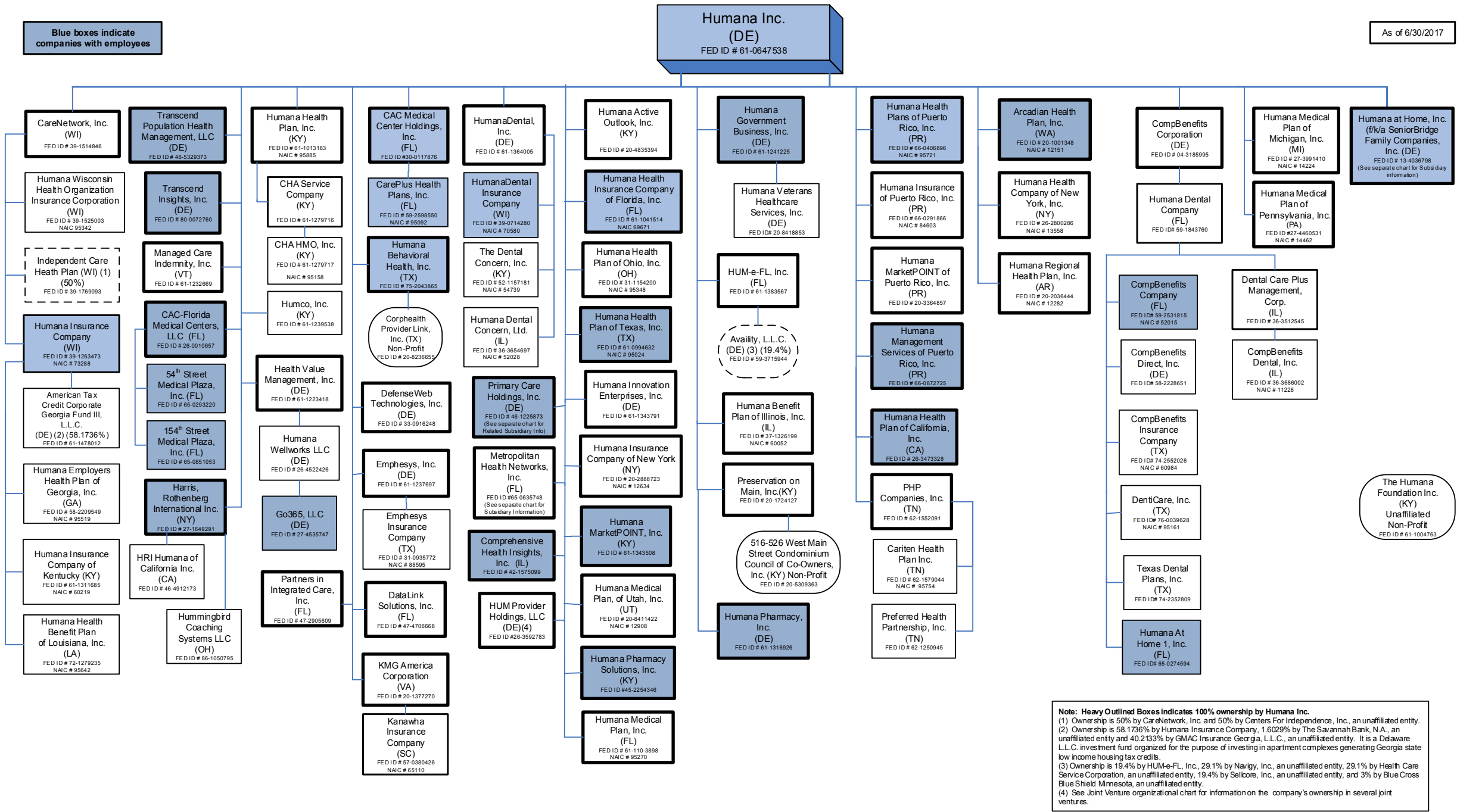
Current Year to Date - Allocated by States and Territories

		1	Direct Business Only							
States, etc.		Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums & Other Considerations	Property/Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama.....AL	L	0	11,135,833	0	0	0	0	11,135,833	0
2.	Alaska.....AK	L	0	0	0	0	0	0	0	0
3.	Arizona.....AZ	L	0	0	0	0	0	0	0	0
4.	Arkansas.....AR	L	0	0	0	0	0	0	0	0
5.	California.....CA	N	0	0	0	0	0	0	0	0
6.	Colorado.....CO	L	0	0	0	0	0	0	0	0
7.	Connecticut.....CT	L	0	0	0	0	0	0	0	0
8.	Delaware.....DE	L	0	0	0	0	0	0	0	0
9.	District of Columbia.....DC	L	0	0	0	0	0	0	0	0
10.	Florida.....FL	N	0	0	0	0	0	0	0	0
11.	Georgia.....GA	L	0	14,889,634	0	0	0	0	14,889,634	0
12.	Hawaii.....HI	L	0	0	0	0	0	0	0	0
13.	Idaho.....ID	L	0	0	0	0	0	0	0	0
14.	Illinois.....IL	L	0	94,247,843	0	(8,744)	0	0	94,239,100	0
15.	Indiana.....IN	L	0	30,649,602	0	0	0	0	30,649,602	0
16.	Iowa.....IA	L	0	0	0	0	0	0	0	0
17.	Kansas.....KS	L	0	0	0	0	0	0	0	0
18.	Kentucky.....KY	L	0	137,520,940	0	0	0	0	137,520,940	0
19.	Louisiana.....LA	L	0	8,306,731	0	0	0	0	8,306,731	0
20.	Maine.....ME	L	0	9,621	0	0	0	0	9,621	0
21.	Maryland.....MD	L	0	0	0	0	0	0	0	0
22.	Massachusetts.....MA	L	0	0	0	0	0	0	0	0
23.	Michigan.....MI	L	0	0	0	0	0	0	0	0
24.	Minnesota.....MN	L	0	0	0	0	0	0	0	0
25.	Mississippi.....MS	L	0	0	0	0	0	0	0	0
26.	Missouri.....MO	L	0	0	0	0	0	0	0	0
27.	Montana.....MT	L	0	2,629,369	0	0	0	0	2,629,369	0
28.	Nebraska.....NE	L	0	0	0	0	0	0	0	0
29.	Nevada.....NV	L	0	0	0	0	0	0	0	0
30.	New Hampshire.....NH	L	0	0	0	0	0	0	0	0
31.	New Jersey.....NJ	L	0	4,183,556	0	0	0	0	4,183,556	0
32.	New Mexico.....NM	L	0	0	0	0	0	0	0	0
33.	New York.....NY	N	0	0	0	0	0	0	0	0
34.	North Carolina.....NC	L	0	27,483,258	0	0	0	0	27,483,258	0
35.	North Dakota.....ND	L	28,426	0	0	0	0	0	28,426	0
36.	Ohio.....OH	L	0	43,718,883	0	0	0	0	43,718,883	0
37.	Oklahoma.....OK	L	0	0	0	0	0	0	0	0
38.	Oregon.....OR	L	0	0	0	0	0	0	0	0
39.	Pennsylvania.....PA	L	0	94,537,701	0	0	0	0	94,537,701	0
40.	Rhode Island.....RI	L	0	0	0	0	0	0	0	0
41.	South Carolina.....SC	L	0	5,047,482	0	0	0	0	5,047,482	0
42.	South Dakota.....SD	L	0	0	0	0	0	0	0	0
43.	Tennessee.....TN	L	0	0	0	0	0	0	0	0
44.	Texas.....TX	L	0	0	0	0	0	0	0	0
45.	Utah.....UT	N	0	0	0	0	0	0	0	0
46.	Vermont.....VT	L	0	0	0	0	0	0	0	0
47.	Virginia.....VA	L	0	0	0	0	0	0	0	0
48.	Washington.....WA	L	0	0	0	0	0	0	0	0
49.	West Virginia.....WV	L	0	42,919,040	0	0	0	0	42,919,040	0
50.	Wisconsin.....WI	L	0	0	0	0	0	0	0	0
51.	Wyoming.....WY	L	0	0	0	0	0	0	0	0
52.	American Samoa.....AS	N	0	0	0	0	0	0	0	0
53.	Guam.....GU	N	0	0	0	0	0	0	0	0
54.	Puerto Rico.....PR	N	0	0	0	0	0	0	0	0
55.	U.S. Virgin Islands.....VI	N	0	0	0	0	0	0	0	0
56.	Northern Mariana Islands.....MP	N	0	0	0	0	0	0	0	0
57.	Canada.....CAN	N	0	0	0	0	0	0	0	0
58.	Aggregate Other Aliens.....OT	XXX	0	0	0	0	0	0	0	0
59.	Subtotal	XXX	28,426	517,279,492	0	(8,744)	0	0	517,299,174	0
60.	Reporting Entity Contributions for Employee Benefit Plans	XXX	0	0	0	0	0	0	0	0
61.	Totals (Direct Business)	(a) 47	28,426	517,279,492	0	(8,744)	0	0	517,299,174	0
DETAILS OF WRITE-INS										
58001.		XXX								
58002.		XXX								
58003.		XXX								
58998.	Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0	0	0
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	0	0	0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and Other Alien.

STATEMENT AS OF JUNE 30, 2017 OF THE Humana Benefit Plan of Illinois Inc.

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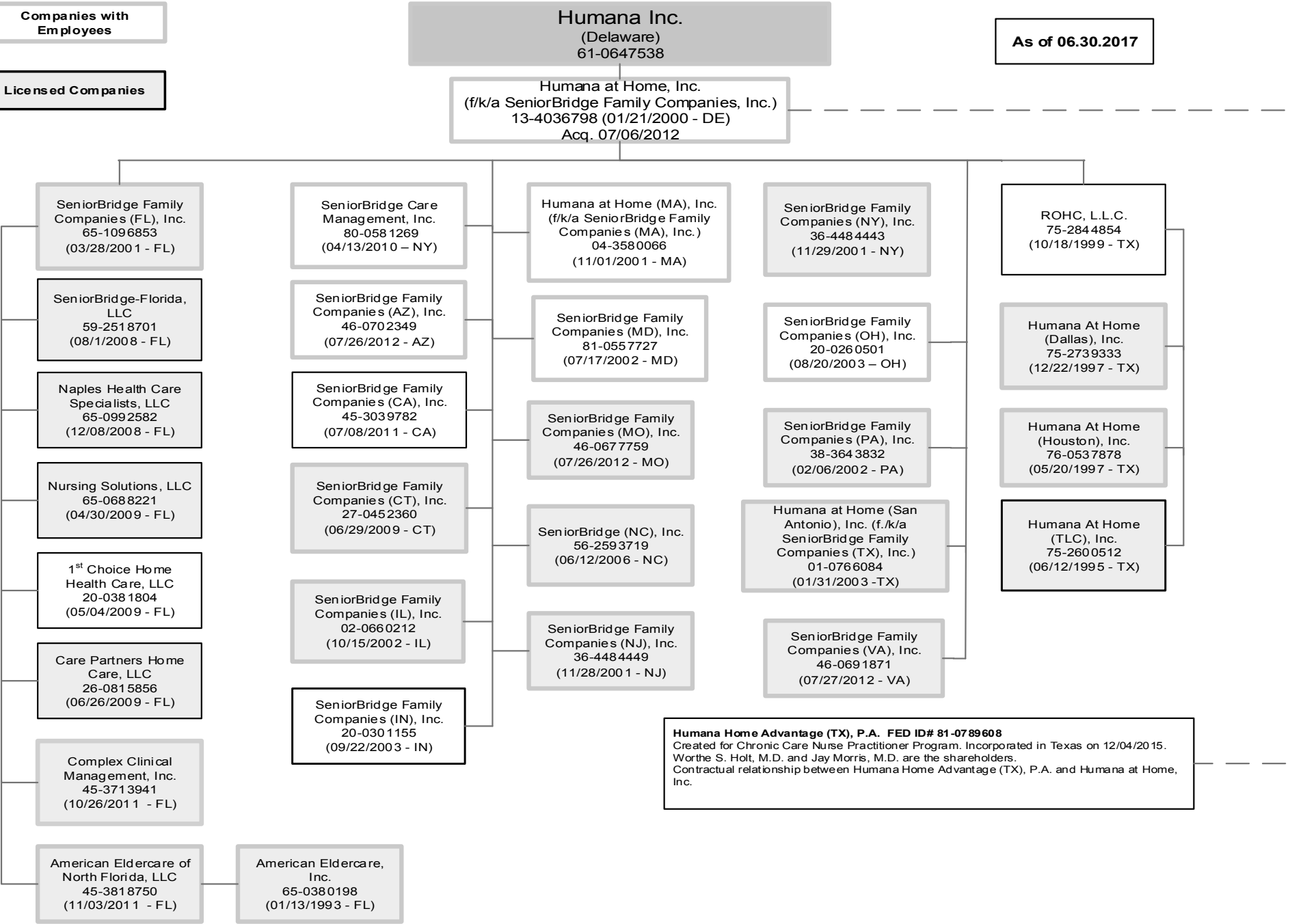


STATEMENT AS OF JUNE 30, 2017 OF THE Humana Benefit Plan of Illinois Inc.

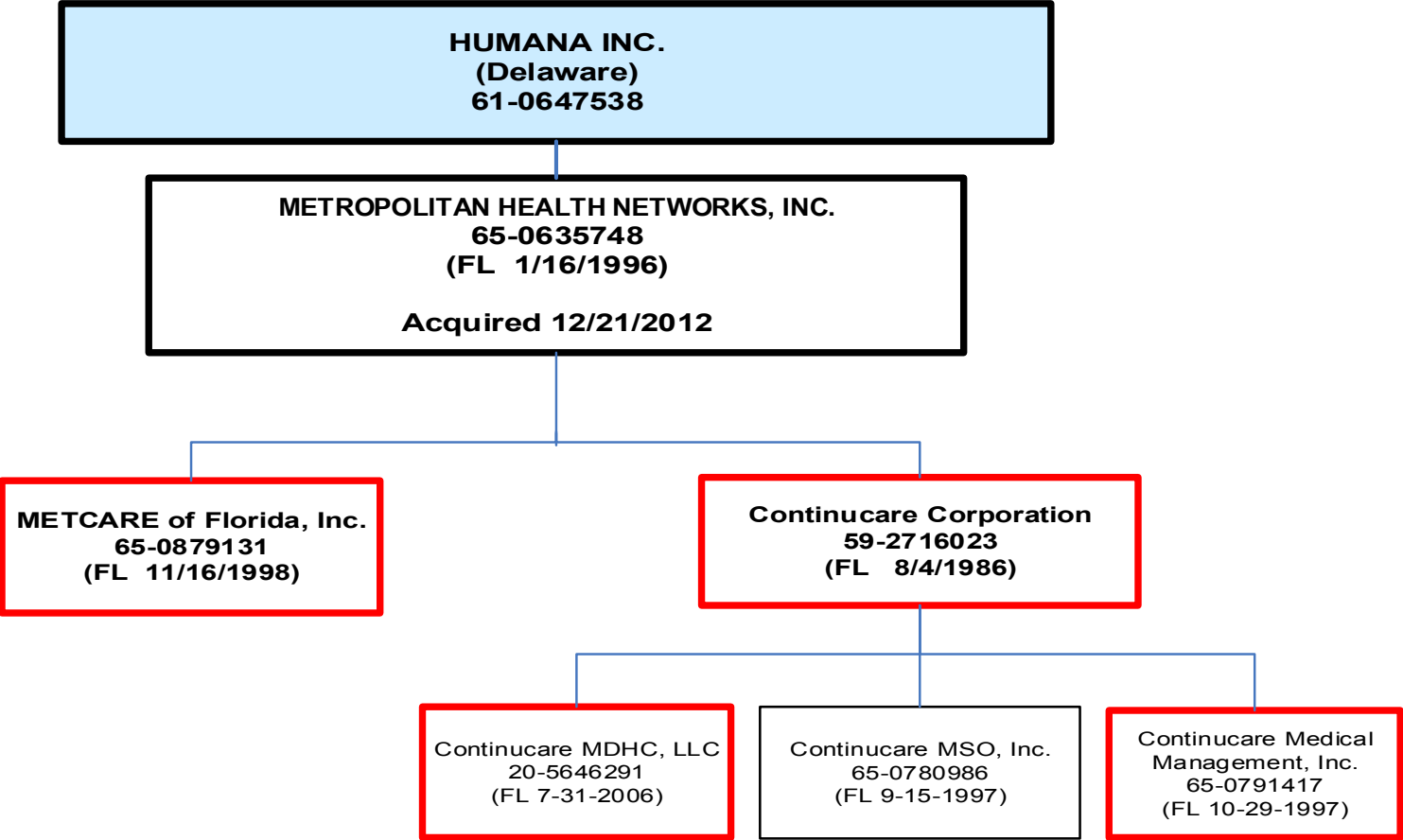
Companies with
Employees

Licensed Companies

As of 06.30.2017



As of 06-30-2017



Employees

SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Y/N)	*
.0119	Humana Inc.	.00000	65-0851053				154th Street Medical Plaza, Inc.	FL	NIA	CAC-Florida Medical Centers, LLC	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-0381804				1st Choice Home Health Care, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-5309363				515-526 W MainSt Condo Council of Co-Owners	KY	NIA	Preservation on Main, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0293220				54th Street Medical Plaza, Inc.	FL	NIA	CAC-Florida Medical Centers, LLC	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	45-3818750				American Eldercare of North Florida, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0380198				American Eldercare, Inc.	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.12151	20-1001348				Arcadian Health Plan, Inc.	WA	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	59-3715944				Availity, L.L.C.	DE	OTH	See Footnote 1	Board of Directors	0.000	Humana Inc.		.1
.0119	Humana Inc.	.00000	30-0117876				CAC Medical Center Holdings, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-0010657				CAC-Florida Medical Centers, LLC	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-0815856				Care Partners Home Care, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	39-1514846				CareNetwork, Inc.	WI	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95092	59-2598550				CarePlus Health Plans, Inc.	FL		CAC Medical Center Holdings, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95754	62-1579044				Cariten Health Plan Inc.	TN	IA	PHP Companies, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95158	61-1279717				CHA HMO, Inc.	KY	IA	CHA Service Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1279716				CHA Service Company	KY	NIA	Humana Health Plan, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.52015	59-2531815				CompBenefits Company	FL	IA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	04-3185995				CompBenefits Corporation	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.11228	36-3686002				CompBenefits Dental, Inc.	IL	IA	Dental Care Plus Management Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	58-2228851				CompBenefits Direct, Inc.	DE	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.60984	74-2552026				CompBenefits Insurance Company	TX	IA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	45-3713941				Complex Clinical Management, Inc.	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	42-1575099				Comprehensive Health Insights, Inc.	IL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	59-2716023				Continucare Corporation	FL	NIA	Metropolitan Health Networks, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-5646291				Continucare MDHC, LLC	FL	NIA	Continucare Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0791417				Continucare Medical Management, Inc.	FL	NIA	Continucare Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0780986				Continucare MSO, Inc.	FL	NIA	Continucare Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-8236655				Corphealth Provider Link, Inc.	TX	NIA	Corphealth, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	75-2043965				Humana Behavioral Health, Inc.	TX	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	33-0916248				DefenseWeb Technologies, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	36-3512545				Dental Care Plus Management Corp.	IL	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95161	76-0039628				DentiCare, Inc.	TX	IA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.88595	31-0935772				Emphesys Insurance Company	TX	IA	Emphesys, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1237697				Emphesys, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	27-1649291				Harris, Rothenberg International Inc.	NY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1223418				Health Value Management, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	46-4912173				HRI Humana of California Inc.	CA	NIA	Harris, Rothenberg International Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-3592783				HUM Provider Holdings, LLC	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-4835394				Humana Active Outlook, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	75-2739333				Humana At Home (Dallas), Inc.	TX	NIA	ROHC, L.L.C.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	76-0537878				Humana At Home (Houston), Inc.	TX	NIA	ROHC, L.L.C.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	04-3580066				Humana at Home (MA), Inc.	MA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0274594				Humana At Home 1, Inc.	FL	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	13-4036798				Humana at Home, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.60052	37-1326199				Humana Benefit Plan of Illinois, Inc.	IL	RE	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	59-1843760				Humana Dental Company	FL	NIA	CompBenefits Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.52028	36-3654697				Humana Dental Concern, Ltd.	IL	IA	HumanaDental, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95519	58-2209549				Humana Employers Health Plan of GA, Inc.	GA	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1241225				Humana Government Business, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95642	72-1279235				Humana Health Benefit Plan of LA, Inc.	LA	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.13558	26-2800286				Humana Health Company of New York, Inc.	NY	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.69671	61-1041514				Humana Health Ins. Co. of Florida, Inc.	FL	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-3473328				Humana Health Plan of California, Inc.	CA	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95348	31-1154200				Humana Health Plan of Ohio, Inc.	OH	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0

SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Y/N)	*
.0119	Humana Inc.	95024	61-0994632				Humana Health Plan of Texas, Inc.	TX	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	95885	61-1013183				Humana Health Plan, Inc.	KY	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	95721	66-0406896				Humana Health Plans of Puerto Rico, Inc.	PR	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-0647538			NYSE	Humana Inc.	DE	UDP		Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1343791				Humana Innovation Enterprises, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	73288	39-1263473				Humana Insurance Company	WI	IA	CareNetwork, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	60219	61-1311685				Humana Insurance Company of Kentucky	KY	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	12634	20-2888723				Humana Insurance Company of New York	NY	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	84603	66-0291866				Humana Insurance of Puerto Rico, Inc.	PR	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-3364857				Humana MarketPOINT of Puerto Rico, Inc.	PR	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1343508				Humana MarketPOINT, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	14224	27-3991410				Humana Medical Plan of Michigan, Inc.	MI	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	14462	27-4660531				Humana Medical Plan of Pennsylvania, Inc.	PA	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	12908	20-8411422				Humana Medical Plan of Utah, Inc.	UT	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	95270	61-1103898				Humana Medical Plan, Inc.	FL	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	45-2254346				Humana Pharmacy Solutions, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1316926				Humana Pharmacy, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	12282	20-2036444				Humana Regional Health Plan, Inc.	AR	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-8418853				Humana Veterans Healthcare Services, Inc.	DE	NIA	Humana Government Business, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-4522426				Humana WellWorks LLC	DE	NIA	Health Value Management, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	95342	39-1525003				Humana Wisc. Health Org. Ins. Corp.	WI	IA	CareNetwork, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	70580	39-0714280				HumanaDental Insurance Company	WI	IA	HumanaDental, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1364005				HumanaDental, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	27-4535747				Go365, LLC	DE	NIA	HumanaWellworks LLC	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1238538				Humco, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1383567				HUM-e-FL, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	86-1050795				Hummingbird Coaching Systems LLC	OH	NIA	Harris, Rothenberg International Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	39-1769093				Independent Care Health Plan	WI	OTH	See Footnote 2	Other	100.000	Humana Inc.		.2
.0119	Humana Inc.	65110	57-0380426				Kanawha Insurance Company	SC	IA	KMG America Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-1377270				KMG America Corporation	VA	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1232669				Managed Care Indemnity, Inc.	VT	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0879131				METCARE of Florida, Inc.	FL	NIA	Metropolitan Health Networks, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0635728				Metropolitan Health Networks, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0992582				Naples Health Care Specialists, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0688221				Nursing Solutions, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	62-1552091				PHP Companies, Inc.	TN	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	62-1250945				Preferred Health Partnership, Inc.	TN	NIA	PHP Companies, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-1724127				Preservation on Main, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	46-1225873				Primary Care Holdings, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	75-2844854				ROHC, L.L.C.	TX	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	56-2593719				SeniorBridge (NC), Inc.	NC	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	80-0581269				SeniorBridge Care Management, Inc.	NY	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	46-0702349				SeniorBridge Family Companies (AZ), Inc.	AZ	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	45-3039782				SeniorBridge Family Companies (CA), Inc.	CA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	27-0452360				SeniorBridge Family Companies (CT), Inc.	CT	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-1096853				SeniorBridge Family Companies (FL), Inc.	FL	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	02-0660212				SeniorBridge Family Companies (IL), Inc.	IL	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-0301155				SeniorBridge Family Companies (IN), Inc.	IN	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	81-0557727				SeniorBridge Family Companies (MD), Inc.	MD	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	46-0677759				SeniorBridge Family Companies (MO), Inc.	MO	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	36-4484449				SeniorBridge Family Companies (NJ), Inc.	NJ	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	36-4484443				SeniorBridge Family Companies (NY), Inc.	NY	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-0260501				SeniorBridge Family Companies (OH), Inc.	OH	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	38-3643832				SeniorBridge Family Companies (PA), Inc.	PA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0

SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Loca-tion	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Y/N)	*
..0119 ...	Humana Inc. ....	..00000	01-0766084 ...	.....	.....	.....	Humana At Home (San Antonio), Inc. ....	..TX.....	..NIA.....	Humana at Home, Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	46-0691871 ...	.....	.....	.....	SeniorBridge Family Companies (VA), Inc. ....	..VA.....	..NIA.....	Humana at Home, Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	59-2518701 ...	.....	.....	.....	SeniorBridge-Florida, LLC .....	..FL.....	..NIA.....	SeniorBridge Family Companies (FL), Inc. ..	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	74-2352809 ...	.....	.....	.....	Texas Dental Plans, Inc. ....	..TX.....	..NIA.....	Humana Dental Company	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..54739	52-1157181 ...	.....	.....	.....	The Dental Concern, Inc. ....	..KY.....	..IA.....	HumanaDental, Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	75-2600512 ...	.....	.....	.....	Humana at Home (TLC), Inc. ....	..TX.....	..NIA.....	ROHC, L.L.C.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	80-0072760 ...	.....	.....	.....	Transcend Insights, Inc. ....	..DE.....	..NIA.....	Humana Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	46-5329373 ...	.....	.....	.....	Transcend Population Health Management, LLC ..	..DE.....	..NIA.....	Humana Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	66-0872725 ...	.....	.....	.....	Humana Management Services of Puerto Rico, Inc. ....	..PR.....	..NIA.....	Humana Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	.....

Asterisk	Explanation
1	Availity, L.L.C., a Delaware limited liability company, was formed by affiliates of Humana Inc. and Blue Cross and Blue Shield of Florida, Inc. to develop and operate an Internet site on the World Wide Web to permit health plans to communicate and engage in electronic transactions with health care service providers initially in the State of Florida. HUM-e-FL, Inc., a subsidiary of Humana Inc., is a Member with a 22.5% ownership interest. Navigy, Inc., a subsidiary of Blue Cross and Blue Shield of Florida, Inc., is a Member with a 33.75% ownership interest, Health Care Service Corporation, a Member, has a 33.75% ownership interest, and Sellcore, Inc., a subsidiary of WellPoint and a Member, has a 10% ownership interest.
2	Independent Care Health Plan, a Wisconsin corporation licensed as an HMO, operates an integrated, coordinated medical and social service managed care program for chronically disabled Medicaid recipients in Milwaukee, Wisconsin. CareNetwork, Inc. owns 50% of the company's stock. Centers For Independence, Inc. owns the other 50%.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

Response

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

NO

Explanation:

1. This type of business is not written.

Bar Code:

1. Medicare Part D Coverage Supplement [Document Identifier 365]



OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

		Current Statement Date			4
		1	2	3	
		Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	Prior Year Net Admitted Assets
2504.	Prepaid Expenses	26,136	26,136	0	0
2597.	Summary of remaining write-ins for Line 25 from overflow page	26,136	26,136	0	0

SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation		
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)		
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year to Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and mortgage investment and commitment fees		
9. Total foreign exchange change in book value/recorded investment including accrued interest		
10. Deduct current year's other than temporary impairment recognized		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)		
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)		

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	149,294,497	84,590,770
2. Cost of bonds and stocks acquired	42,487,453	143,343,092
3. Accrual of discount	2,339	30,269
4. Unrealized valuation increase (decrease)	5,209	(18,000)
5. Total gain (loss) on disposals	68,848	967,996
6. Deduct consideration for bonds and stocks disposed of	15,415,394	77,486,120
7. Deduct amortization of premium	1,234,623	2,133,510
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	175,208,329	149,294,497
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	175,208,329	149,294,497

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	254,655,337	433,190,886	443,942,127	(550,393)	254,655,337	243,353,703	0	169,628,789
2. NAIC 2 (a)	14,849,120	2,827,485	400,000	(19,241)	14,849,120	17,257,364	0	9,721,855
3. NAIC 3 (a)	1,176,438	3,173,471	775,000	(722)	1,176,438	3,574,187	0	1,222,563
4. NAIC 4 (a)	125,000	0	0	0	125,000	125,000	0	74,438
5. NAIC 5 (a)	0	0	0	0	0	0	0	0
6. NAIC 6 (a)	0	0	0	0	0	0	0	0
7. Total Bonds	270,805,895	439,191,842	445,117,127	(570,356)	270,805,895	264,310,254	0	180,647,645
PREFERRED STOCK								
8. NAIC 1	0	0	0	0	0	0	0	0
9. NAIC 2	0	0	0	0	0	0	0	0
10. NAIC 3	0	0	0	0	0	0	0	0
11. NAIC 4	0	0	0	0	0	0	0	0
12. NAIC 5	0	0	0	0	0	0	0	0
13. NAIC 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	270,805,895	439,191,842	445,117,127	(570,356)	270,805,895	264,310,254	0	180,647,645

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of short-term and cash equivalent bonds by NAIC designation:

NAIC 1 \$89,101,924 ; NAIC 2 \$0 ; NAIC 3 \$0 NAIC 4 \$0 ; NAIC 5 \$0 ; NAIC 6 \$0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	49,120,010	xxx	49,133,625	132,469	1,540

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	21,354,970	61,891,511
2. Cost of short-term investments acquired	490,572,586	1,171,131,002
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	462,784,974	1,211,629,527
7. Deduct amortization of premium	22,572	38,016
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	49,120,010	21,354,970
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	49,120,010	21,354,970

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

N O N E

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

N O N E

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of
Derivatives

N O N E

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	9,998,178	0
2. Cost of cash equivalents acquired	400,843,089	666,260,469
3. Accrual of discount	90,647	87,709
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	370,950,000	656,350,000
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	39,981,914	9,998,178
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	39,981,914	9,998,178

Schedule A - Part 2 - Real Estate Acquired and Additions Made

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made

N O N E

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid

N O N E

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired and Additions Made

N O N E

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid

N O N E

STATEMENT AS OF JUNE 30, 2017 OF THE Humana Benefit Plan of Illinois Inc.

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2		3	4	5		6	7	8	9	10
CUSIP Identification	Description		Foreign	Date Acquired	Name of Vendor		Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
313664-NK-5	FED NTL MTG ASSO	AGCY FTST		.06/07/2017	BARCLAYS CAPITAL			2,003,700	2,000,000	4,100	1FE
0599999. Subtotal - Bonds - U.S. Governments								2,003,700	2,000,000	4,100	XXX
56052A-ZC-3	MAINE ST	MUNI		.06/07/2017	J.P. MORGAN			129,437	120,000	.0	1FE
56052A-ZD-1	MAINE ST	MUNI		.06/07/2017	J.P. MORGAN			145,010	130,000	.0	1FE
56052A-ZE-9	MAINE ST	MUNI		.06/07/2017	J.P. MORGAN			149,408	130,000	.0	1FE
56052A-ZF-6	MAINE ST	MUNI		.06/07/2017	J.P. MORGAN			153,370	130,000	.0	1FE
677522-QK-3	OHIO ST	MUNI		.04/12/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			290,413	250,000	.0	1FE
677522-QL-1	OHIO ST	MUNI		.04/12/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			173,549	150,000	.0	1FE
677522-QM-9	OHIO ST	MUNI		.04/12/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			172,967	150,000	.0	1FE
1799999. Subtotal - Bonds - U.S. States, Territories and Possessions								1,214,154	1,060,000	0	XXX
544525-IU-3	LOS ANGELES CA DEPT WATER & P MUNI			.05/08/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			299,941	260,000	.0	1FE
592041-IH-6	MET GOVT NASHVILLE & DAVIDSON MUNI			.05/08/2017	LOOP CAPITAL MARKETS			285,995	260,000	4,694	1FE
59259N-BN-6	METROPOLITAN TRANSN AUTH N Y D			.06/02/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			238,386	200,000	.556	1FE
643154-DF-1	NEW CANEY TEX INDPT SCH DIST	MUNI		.06/02/2017	MORGAN STANLEY			611,400	520,000	9,100	1FE
64990E-3Z-8	NEW YORK ST DORM AUTH ST PERS MUNI			.06/02/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			246,822	210,000	3,267	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues								1,682,544	1,450,000	17,617	XXX
00101J-AH-9	ADT CORP	CORPORATE		.06/08/2017	MUFG SECURITIES AMERICAS INC			70,084	70,000	1,428	3FE
02005N-AV-2	ALLY FINANCIAL INC	CORPORATE		.06/22/2017	VARIOUS			583,450	560,000	5,696	3FE
0258MO-EL-9	AMERICAN EXPRESS CREDIT CORPORATION			.04/27/2017	GOLDMAN SACHS			306,199	310,000	.0	1FE
031162-CM-0	AMGEN INC	CORPORATE		.05/08/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			404,777	405,000	.0	2FE
037833-CR-9	APPLE INC	CORPORATE		.05/04/2017	J.P. MORGAN			195,000	195,000	.0	1FE
03938L-AU-8	ARCELOMITTAL	CORPORATE		.06/02/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			130,200	120,000	1,920	3FE
052769-AE-6	AUTODESK INC	CORPORATE		.06/05/2017	J.P. MORGAN			154,027	155,000	.0	2FE
05409Q-AA-6	AVON INTERNATIONAL OPERATIONS INC			.06/02/2017	GOLDMAN SACHS			94,050	90,000	2,205	3FE
06051G-GK-9	BANK OF AMER CRP	CORPORATE		.04/19/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			590,000	590,000	.0	2FE
06406R-AC-1	BANK OF NEW YORK MELLON COR	CORPORATE		.05/09/2017	GOLDMAN SACHS			440,000	440,000	.0	1FE
075887-BT-5	BECTON DICKINSON AND COMPANY	CORPORATE		.05/22/2017	CITIGROUP GLOBAL MARKETS INC			160,000	160,000	.0	2FE
12543D-AY-6	COMMUNITY HEALTH SYSTEMS INC	CORPORATE		.06/02/2017	J.P. MORGAN			93,825	90,000	1,281	3FE
126408-IH-9	CSX CORP	CORPORATE		.04/26/2017	UBS SECURITIES			234,713	235,000	.0	2FE
156700-AS-5	CENTURYTEL INC	CORPORATE		.06/08/2017	VARIOUS			263,281	250,000	3,312	3FE
165183-AL-8	CFII 17-2A: A1	ABS FTST		.05/23/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			809,957	810,000	.0	1FE
172967-LG-4	CITIGROUP INC	CORPORATE		.04/18/2017	CITIGROUP GLOBAL MARKETS INC			439,692	440,000	.0	2FE
20337Y-AA-5	COMMSCOPE TECHNOLOGIES FINANCE LLC			.06/08/2017	MARKETAXESS CORPORATION			86,183	80,000	2,373	3FE
23311V-AD-9	DOP MIDSTREAM OPERATING LP	CORPORATE		.05/24/2017	VARIOUS			137,344	140,000	1,130	3FE
25470X-AJ-4	DISH DBS CORP	CORPORATE		.05/22/2017	WELLS FARGO			297,500	280,000	5,940	3FE
29278G-AB-4	ENEL FINANCE INTERNATIONAL	CORPORATE		.05/22/2017	J.P. MORGAN			199,400	200,000	.0	2FE
29372J-AC-1	EFF 17-2: A-3	ABS FTST		.06/20/2017	J.P. MORGAN			369,992	370,000	.0	1FE
316773-CU-2	FIFTH THIRD BANCORP	CORPORATE		.06/12/2017	MORGAN STANLEY			444,875	445,000	.0	2FE
345397-YM-9	FORD MOTOR CREDIT	CORPORATE		.06/07/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			200,000	200,000	.0	2FE
451102-BF-3	ICAHN ENTERPRISES LP	CORPORATE		.05/24/2017	JEFFERIES			143,500	140,000	2,719	3FE
451102-BJ-5	ICAHN ENTERPRISES LP	CORPORATE		.06/15/2017	JEFFERIES			245,800	235,000	5,789	3FE
48305Q-AC-7	KAISER FOUND HOSPITAL	CORPORATE		.04/25/2017	GOLDMAN SACHS			875,792	879,000	.0	1FE
527298-BK-8	LEVEL 3 COMMUNICATIONS	CORPORATE		.06/20/2017	VARIOUS			315,001	300,000	6,911	3FE
548661-DP-9	LOWES CO INC	CORPORATE		.04/19/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			444,315	445,000	.0	1FE
552953-CC-3	MGM RESORTS INTERNATIONAL	CORPORATE		.06/08/2017	MARKETAXESS CORPORATION			15,422	14,000	205	3FE
59217G-CD-9	METROPOLITAN LIFE GLOBAL FUNDING I			.04/03/2017	CREDIT SUISSE FIRST BOSTON CORP			249,908	250,000	.0	1FE
61691J-AZ-7	MSC-17-H1	CMBS		.05/24/2017	MORGAN STANLEY			123,591	120,000	.95	1FE
63874E-AA-8	NOMS 17-75B	CMBS		.05/10/2017	NATIXIS SECURITIES AMERICAS LLC			195,699	190,000	407	1FE
63938C-AF-5	SALLIE MAE	CORPORATE		.05/23/2017	J.P. MORGAN			353,481	340,000	4,833	3FE
87248N-AA-6	THE ESCROW CORPORATION III	CORPORATE		.06/05/2017	BARCLAYS CAPITAL			125,000	125,000	.0	3FE
88033G-CR-9	TENET HEALTHCARE CORP	CORPORATE		.06/05/2017	BARCLAYS CAPITAL			100,000	100,000	.0	3FE
88947E-AQ-3	TOLL BROTHERS FINANCE CORP	CORPORATE		.06/08/2017	WELLS FARGO			119,350	110,000	2,545	3FE
89236T-DW-2	TOYOTA MOTOR CREDIT CORP	CORPORATE		.04/11/2017	MERRILL LYNCH, PIERCE, FENNER & SMI			439,780	440,000	.0	1FE
90187L-AA-7	PRKAV 17-24SP	CMBS		.05/17/2017	J.P. MORGAN			720,999	700,000	1,978	1FE
983919-AJ-0	XILINX INC	CORPORATE		.05/24/2017	J.P. MORGAN			124,859	125,000	.0	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)								11,297,046	11,148,000	50,767	XXX
8399997. Total - Bonds - Part 3								16,197,444	15,658,000	72,484	XXX
8399998. Total - Bonds - Part 5								XXX	XXX	XXX	XXX
8399999. Total - Bonds								16,197,444	15,658,000	72,484	XXX
8999997. Total - Preferred Stocks - Part 3								0	XXX	0	XXX

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Desig- nation or Market Indicator (a)
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	XXX
9799997. Total - Common Stocks - Part 3						0	XXX	0	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						16,197,444	XXX	72,484	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues0

STATEMENT AS OF JUNE 30, 2017 OF THE Humana Benefit Plan of Illinois Inc.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident-ification	Description	For-eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn-ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
313500-S2-0	FED NTL MTG ASSO	AGCY FTST	06/30/2017	CALLED SECURITY at 100.000		2,000,000	2,000,000	2,000,600	.0	.0	(600)	.0	(600)	.0	2,000,000	.0	.0	.0	17,500	12/30/2019	1FE
36179S-JS-7	GOVERNMENT NATIONAL MORTGAGE	GNMA	06/20/2017	MBS PAYDOWN		16,126	16,126	16,872	16,152	.0	(26)	.0	(26)	.0	16,127	.0	.0	.0	203	08/01/2046	1
36179S-QW-0	GOVERNMENT NATIONAL MORTGAGE	GNMA	06/20/2017	MBS PAYDOWN		77,334	77,334	82,137	77,495	.0	(162)	.0	(162)	.0	77,333	.0	.0	.0	1,182	11/01/2046	1
0599999	Subtotal - Bonds - U.S. Governments					2,093,460	2,093,460	2,099,609	93,647		(788)	.0	(788)	.0	2,093,460	.0	.0	.0	18,885	XXX	XXX
56052A-YE-0	MAINE ST	MUNI	06/01/2017	MATURITY		75,000	75,000	80,762	76,383	.0	(1,383)	.0	(1,383)	.0	75,000	.0	.0	.0	1,875	06/01/2017	1FE
79771T-KM-8	SAN FRANCISCO CALIF CITY CNTY	ARPT	06/15/2017	MATURITY		90,000	90,000	96,692	91,853	.0	(1,853)	.0	(1,853)	.0	90,000	.0	.0	.0	2,250	06/15/2017	1FE
86476P-QY-7	SUFFOLK CNTY NY	MUNI	05/23/2017	MERRILL LYNCH, PIERCE, FENNER & SM		171,789	160,000	179,109	173,366	.0	(2,276)	.0	(2,276)	.0	171,089	.0	700	700	4,556	05/01/2019	1FE
1799999	Subtotal - Bonds - U.S. States, Territories and Possessions					336,789	325,000	356,563	341,602	.0	(5,512)	.0	(5,512)	.0	336,089	.0	700	700	8,681	XXX	XXX
259327-K9-4	DOUGLAS CNTY SCH DIST	MUNI	06/15/2017	MATURITY		75,000	75,000	79,527	76,163	.0	(1,163)	.0	(1,163)	.0	75,000	.0	.0	.0	1,500	06/15/2017	1FE
3128MJ-Y2-0	FGOLD 30YR GIANY	FNMA	06/01/2017	MBS PAYDOWN		23,050	23,050	24,660	23,133	.0	(82)	.0	(82)	.0	23,050	.0	.0	.0	377	10/01/2046	1
3128MJ-Y8-7	FGOLD 30YR GIANY	FNMA	06/01/2017	MBS PAYDOWN		25,083	25,083	26,847	25,154	.0	(71)	.0	(71)	.0	25,083	.0	.0	.0	427	11/01/2046	1
312942-F9-1	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		3,362	3,362	3,541	3,369	.0	(7)	.0	(7)	.0	3,362	.0	.0	.0	47	09/01/2040	1
3132JN-LY-1	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		18,229	18,229	19,175	18,279	.0	(50)	.0	(50)	.0	18,229	.0	.0	.0	257	08/01/2043	1
3132M3-T6-4	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		3,783	3,783	3,872	3,787	.0	(4)	.0	(4)	.0	3,783	.0	.0	.0	55	12/01/2043	1
3132WF-UP-2	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		1,167	1,167	1,217	1,169	.0	(2)	.0	(2)	.0	1,167	.0	.0	.0	12	08/01/2046	1
3132WG-GL-5	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		469	469	502	470	.0	.0	.0	.0	.0	469	.0	.0	.0	8	09/01/2046	1
3132WG-TS-6	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		23,420	23,420	25,066	23,482	.0	(63)	.0	(63)	.0	23,420	.0	.0	.0	362	09/01/2046	1
3132WH-EE-1	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		14,035	14,035	14,032	14,035	.0	.0	.0	.0	.0	14,035	.0	.0	.0	198	10/01/2046	1
3132WH-GW-9	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		521	521	558	522	.0	(1)	.0	(1)	.0	521	.0	.0	.0	9	09/01/2046	1
31335A-BG-2	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		17,950	17,950	18,740	17,986	.0	(36)	.0	(36)	.0	17,950	.0	.0	.0	227	04/01/2043	1
31335A-ZF-8	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2017	MBS PAYDOWN		8,316	8,316	8,314	8,316	.0	.0	.0	.0	.0	8,316	.0	.0	.0	95	10/01/2046	1
3137BP-DW-6	FEDERAL HOME LOAN MTGE CO	ABS FTST	06/01/2017	MBS PAYDOWN		7,598	7,598	7,948	7,611	.0	(13)	.0	(13)	.0	7,598	.0	.0	.0	95	07/01/2045	1
3137BS-ZE-6	STRU_AM-9241:PA	CMO	06/01/2017	MBS PAYDOWN		13,753	13,753	14,729	13,790	.0	(36)	.0	(36)	.0	13,753	.0	.0	.0	202	03/01/2046	1
3138AU-RL-3	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		5,406	5,406	5,698	5,434	.0	(28)	.0	(28)	.0	5,406	.0	.0	.0	81	10/01/2026	1
3138AW-H2-2	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		4,542	4,542	4,791	4,555	.0	(13)	.0	(13)	.0	4,542	.0	.0	.0	67	12/01/2041	1
3138AX-HC-8	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		2,833	2,833	2,987	2,837	.0	(5)	.0	(5)	.0	2,833	.0	.0	.0	45	11/01/2041	1
3138E4-F6-3	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		9,241	9,241	9,746	9,266	.0	(25)	.0	(25)	.0	9,241	.0	.0	.0	143	02/01/2042	1
3138ED-UL-3	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		8,475	8,475	8,929	8,485	.0	(10)	.0	(10)	.0	8,475	.0	.0	.0	124	05/01/2042	1
3138EJ-ZR-2	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		9,999	9,999	10,656	10,035	.0	(36)	.0	(36)	.0	9,999	.0	.0	.0	145	10/01/2042	1
3138EK-G7-4	FANNIE MAE	FNMA	06/01/2017	MBS PAYDOWN		3,205	3,205	3,417	3,218	.0	(13)	.0	(13)	.0	3,205	.0	.0	.0	48	08/01/2042	1
3138EK-GU-3	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		9,432	9,432	10,251	9,530	.0	(98)	.0	(98)	.0	9,432	.0	.0	.0	148	03/01/2042	1
3138EL-B3-6	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		794	794	847	797	.0	(3)	.0	(3)	.0	794	.0	.0	.0	12	06/01/2043	1
3138EM-FX-4	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		9,225	9,225	9,840	9,251	.0	(26)	.0	(26)	.0	9,225	.0	.0	.0	129	12/01/2043	1
3138EP-S4-7	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		8,634	8,634	9,210	8,668	.0	(33)	.0	(33)	.0	8,634	.0	.0	.0	144	07/01/2045	1
3138EP-WL-4	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		16,587	16,587	17,786	16,699	.0	(112)	.0	(112)	.0	16,587	.0	.0	.0	294	12/01/2042	1
3138EQ-HY-1	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		10,928	10,928	11,655	10,976	.0	(48)	.0	(48)	.0	10,928	.0	.0	.0	194	10/01/2045	1
3138EQ-ZF-2	FNMA 30 YR POOL	FNMA	06/01/2017	MBS PAYDOWN		34,037	34,037	37,100	34,175	.0	(138)	.0	(138)	.0	34,037	.0	.0	.0	571	02/01/2046	1
3138ER-K8-2	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		61,801	61,801	66,446	62,123	.0	(322)	.0	(322)	.0	61,801	.0	.0	.0	1,056	10/01/2043	1
3138ER-LX-6	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		787	787	787	783	.0	.0	.0	.0	.0	782	.0	.0	.0	8	11/01/2031	1
3138ET-TP-1	FNMA 30 YR POOL	FNMA	06/01/2017	MBS PAYDOWN		40,828	40,828	44,795	41,032	.0	(204)	.0	(204)	.0	40,828	.0	.0	.0	708	07/01/2046	1
3138ET-YV-2	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		11,941	11,941	12,782	11,987	.0	(46)	.0	(46)	.0	11,941	.0	.0	.0	179	05/01/2044	1
3138LV-CV-3	FED NTL MTG ASSO	30YR	06/01/2017	MBS PAYDOWN		8,215	8,215	8,758	8,242	.0	(27)	.0	(27)	.0	8,215	.0	.0	.0	127	06/01/2042	1
3138MO-SE-1	FED NTL MTG ASSO	FNMA 30YR	06/01/2017	MBS PAYDOWN		6,372	6,372	6,794	6,388	.0	(16)	.0	(16)	.0	6,372	.0	.0	.0	92	07/01/2042	1
3138W9-KQ-2	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		1,257	1,257	1,263	1,257	.0	.0	.0	.0	.0	1,257	.0	.0	.0	16	08/01/2043	1
3138WD-6X-4	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		724	724	747	725	.0	(1)	.0	(1)	.0	724	.0	.0	.0	7	02/01/2030	1
3138WD-HJ-3	FED NTL MTG ASSO	FNMA 15YR	06/01/2017	MBS PAYDOWN		11,402	11,402	11,714	.0	.0	(6)	.0	(6)	.0	11,402	.0	.0	.0	64	11/01/2029	1
3138WE-AJ-8	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		5,084	5,084	5,333	5,104	.0	(20)	.0	(20)	.0	5,084	.0	.0	.0	64	02/01/2030	1
3138WE-AM-1	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		7,466	7,466	7,838	7,496	.0	(31)	.0	(31)	.0	7,466	.0	.0	.0	95	02/01/2030	1
3138WJ-EQ-7	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		46,462	46,462	46,740	46,476	.0	(14)	.0	(14)	.0	46,462	.0	.0	.0	491	11/01/2031	1
3138X6-TX-3	FED NTL MTG ASSO	FNMA15YR	06/01/2017	MBS PAYDOWN		53,404	53,404	54,923	.0	.0	(23)	.0	(23)	.0	53,404	.0	.0	.0	254	09/01/2028	1
3138Y3-BQ-3	FED NTL MTG ASSO	FNMA 15YR	06/01/2017	MBS PAYDOWN		52,552	52,552	54,005	.0	.0	(13)	.0	(13)	.0	52,552	.0	.0	.0	263	10/01/2029	1
3138YF-E3-4	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		11,967	11,967	12,563	12,009	.0	(42)	.0	(42)	.0	11,967	.0	.0	.0	151	02/01/2030	1
3140EW-3W-3	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		822	822	819	822	.0	.0	.0	.0	.0	822	.0	.0	.0	10	10/01/2046	1
3140F3-C3-0	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		571	571	569	571	.0	.0	.0	.0	.0	571	.0	.0	.0	7	10/01/2046	1
3140FB-6X-3	FED NTL MTG ASSO	FNMA	06/01/2017	MBS PAYDOWN		3,369	3,369	3,550	3,372	.0	(4)	.0	(4)	.0	3,369	.0	.0	.0	50	07/01/2045	1

STATEMENT AS OF JUNE 30, 2017 OF THE Humana Benefit Plan of Illinois Inc.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2		3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
											11	12	13	14	15							
CUSIP Identification	Description		For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
3140FE-X3-3	FED NTL MTG ASSO	FNMA		06/01/2017	MBS PAYDOWN		.275	.275	.295	.275	.0	.0	.0	.0	.0	.275	.0	.0	.0	.5	10/01/2046	1
3140FG-5N-5	FED NTL MTG ASSO	FNMA		06/01/2017	MBS PAYDOWN		5,880	5,880	5,888	5,879	.0	.1	.0	.1	.0	5,880	.0	.0	.0	.67	11/01/2046	1
3140FG-6S-3	FED NTL MTG ASSO	FNMA		06/01/2017	MBS PAYDOWN		5,767	5,767	5,766	5,767	.0	.0	.0	.0	.0	5,767	.0	.0	.0	.76	11/01/2046	1
3140FG-7G-8	FED NTL MTG ASSO	FNMA		06/01/2017	MBS PAYDOWN		.433	.433	.432	.433	.0	.0	.0	.0	.0	.433	.0	.0	.0	.6	11/01/2046	1
3140FK-S3-5	FED NTL MTG ASSO	FNMA		06/01/2017	MBS PAYDOWN		2,214	2,214	2,207	2,214	.0	.0	.0	.0	.0	2,214	.0	.0	.0	.28	11/01/2046	1
31417A-JK-6	FED NTL MTG ASSO	FNMA		06/01/2017	MBS PAYDOWN		1,425	1,425	1,521	1,429	.0	(.4)	.0	(.4)	.0	1,423	.0	.0	.0	.21	11/01/2041	1
48542K-U2-3	KANSAS DEVELOPMENT FINANCE AU MUNI			06/01/2017	MATURITY CALLED SECURITY at 100.000		160,000	160,000	172,853	162,745	.0	(2,747)	.0	(2,747)	.0	160,000	.0	.0	.0	4,000	06/01/2017	1FE
508248-BC-4	LAKE CNTY FLA CAP IMPT REV	MUNI		06/01/2017	100.000 CALLED SECURITY at 100.000		255,000	255,000	274,852	259,649	.0	(4,649)	.0	(4,649)	.0	255,000	.0	.0	.0	6,378	06/01/2032	1FE
508248-BD-2	LAKE CNTY FLA CAP IMPT REV	MUNI		06/01/2017	100.000 CALLED SECURITY at 100.556		260,000	260,000	280,241	264,742	.0	(4,741)	.0	(4,741)	.0	260,000	.0	.0	.0	6,500	06/01/2037	1FE
798136-PL-5	SAN JOSE CALIF ARPT REV	MUNI		04/11/2017	100.556		201,109	200,000	207,477	200,992	.0	.119	.0	.119	.0	201,111	.0	.0	.0	5,000	03/01/2037	1FE
3199999	Subtotal - Bonds - U.S. Special Revenues						1,586,196	1,585,085	1,683,548	1,483,703	0	(14,906)	0	(14,906)	0	1,586,196	0	0	0	31,739	XXX	XXX
12189T-AY-0	BURLINGTON NORTH	CORPORATE		05/01/2017	MATURITY		150,000	150,000	149,751	149,962	.0	.38	.0	.38	.0	150,000	.0	.0	.0	4,238	05/01/2017	1FE
21038P-AF-5	CONSTELLATION BRANDS INC	CORPORATE		05/15/2017	MATURITY SG COWEN SECURITIES CORP		200,000	200,000	204,500	200,251	.0	(.251)	.0	(.251)	.0	200,000	.0	.0	.0	7,250	05/15/2017	2FE
345397-YD-9	FORD MOTOR CREDIT CO	CORPORATE		06/07/2017			198,504	200,000	200,000	200,000	.0	.0	.0	.0	.0	200,000	.0	(1,496)	(1,496)	3,162	08/12/2019	2FE
38141G-WC-4	GOLDMAN SACHS GROUP INC	CORP SCH B		04/03/2017	GOLDMAN SACHS		471,556	470,000	468,496	.0	.39	.0	.0	.39	.0	468,535	.0	3,020	3,020	2,742	04/26/2022	1FE
41034S-AL-6	HANESBRANDS INC	CORPORATE		06/09/2017	GOLDMAN SACHS		782,750	775,000	775,000	757,563	17,438	.0	.0	17,438	.0	775,000	.0	7,750	7,750	21,864	05/15/2026	3FE
46632H-AG-6	JPMC 07-LD12	CMBS		06/30/2017	VARIOUS CALLED SECURITY at 100.000		37,089	37,089	42,238	37,822	.0	(733)	.0	(733)	.0	37,089	.0	.0	.0	898	02/01/2051	1FM
61237W-AB-2	MONTEFIORE MEDICAL CENTER	CORPORATE		04/20/2017	100.000 CALLED SECURITY at 100.000		30,000	30,000	30,000	30,000	.0	.0	.0	.0	.0	30,000	.0	.0	.0	323	10/20/2026	1FE
61237W-AC-0	MONTEFIORE MEDICAL CENTER	CORPORATE		04/20/2017	100.000 CITIGROUP GLOBAL MARKETS		10,000	10,000	10,000	10,000	.0	.0	.0	.0	.0	10,000	.0	.0	.0	145	04/30/2032	1FE
90345K-AA-8	US AIRWAYS GROUP INC	CORPORATE		04/03/2017	INC		71,103	64,493	64,493	64,492	.0	.0	.0	.0	.0	64,493	.0	6,610	6,610	1,836	10/22/2024	1FE
949746-SK-8	WELLS FARGO COMPANY	CORPORATE		04/03/2017	VARIOUS		287,202	285,000	285,000	.0	.0	.0	.0	.0	.0	285,000	.0	2,203	2,203	1,749	01/24/2023	1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						2,238,204	2,221,582	2,229,478	1,450,090	17,438	(907)	0	16,531	0	2,220,117	0	18,087	18,087	44,207	XXX	XXX
8399997	Total - Bonds - Part 4						6,254,649	6,225,127	6,369,198	3,369,042	17,438	(22,113)	0	(4,675)	0	6,235,862	0	18,787	18,787	103,512	XXX	XXX
8399998	Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999	Total - Bonds						6,254,649	6,225,127	6,369,198	3,369,042	17,438	(22,113)	0	(4,675)	0	6,235,862	0	18,787	18,787	103,512	XXX	XXX
8999997	Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998	Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999	Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997	Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998	Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999	Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999	Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999	Totals						6,254,649	XXX	6,369,198	3,369,042	17,438	(22,113)	0	(4,675)	0	6,235,862	0	18,787	18,787	103,512	XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues.....0

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open
N O N E

Schedule DB - Part B - Section 1 - Futures Contracts Open
N O N E

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made
N O N E

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open
N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By
N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To
N O N E

Schedule DL - Part 1 - Reinvested Collateral Assets Owned
N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned
N O N E

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
					First Month	Second Month	Third Month	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date				*
US BANK Milwaukee, WI		0.000	0	0	(3,694,389)	(4,064,122)	(3,836,150)	XXX
JP MORGAN CHASE New York, NY		0.000	0	0	9,134	10	20,011,880	XXX
0199998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX	0	0	0	0	0	XXX
0199999. Totals - Open Depositories	XXX	XXX	0	0	(3,685,256)	(4,064,112)	16,175,730	XXX
0299998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0299999. Totals - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	(3,685,256)	(4,064,112)	16,175,730	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX	0	0	0	XXX
0599999. Total - Cash	XXX	XXX	0	0	(3,685,256)	(4,064,112)	16,175,730	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

[illegible]